SPIDER-MAN

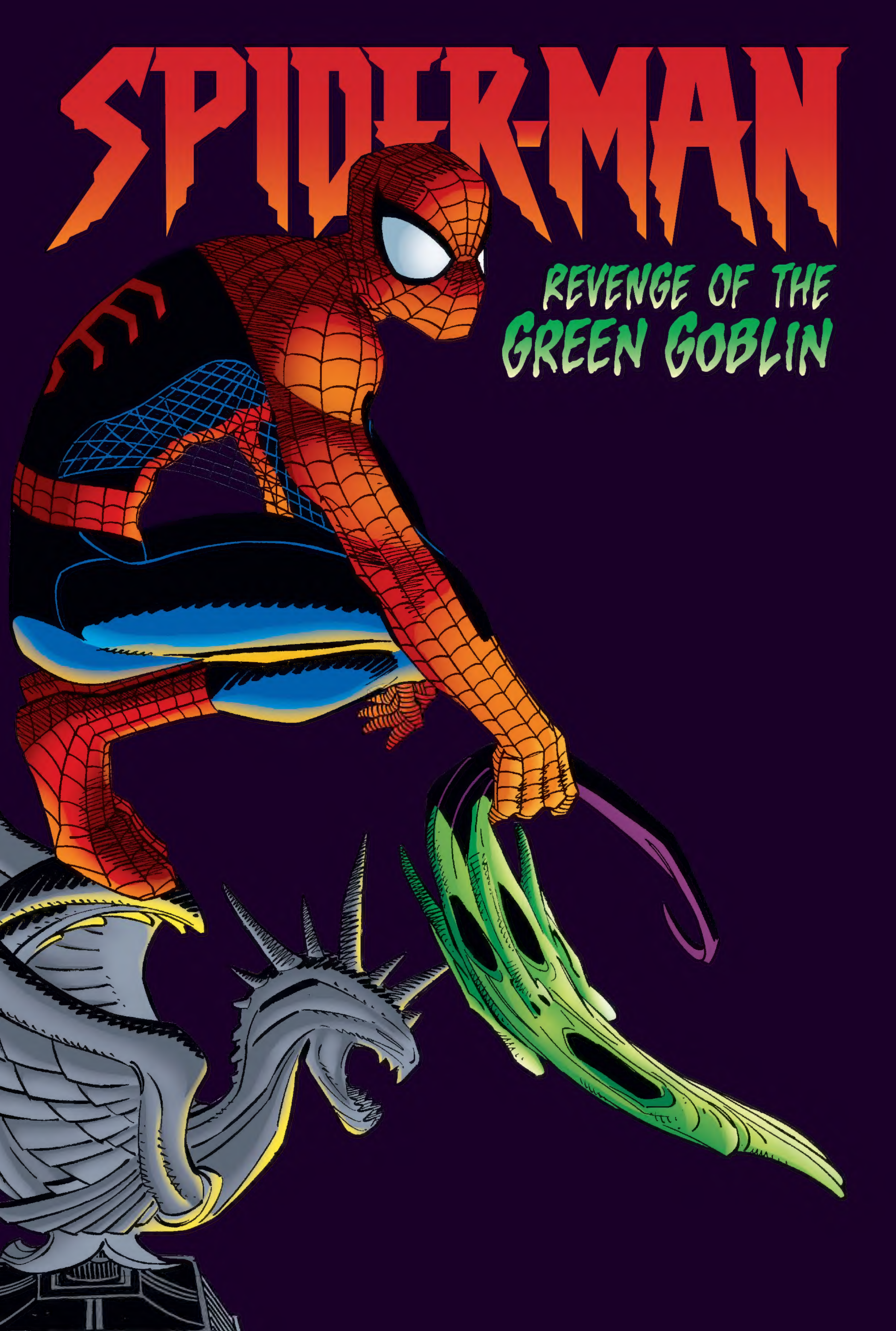
REVENGE OF THE GREEN GOBLIN

JR JR & S.H.

MARVEL

SPIDER-MAN

REVENGE OF THE GREEN GOBLIN



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MARVEL COMICS

100 PAGE MONSTER

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#20

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THE AMAZING SPIDER-MAN®

FEATURING THE GREATEST SPIDER-SLAYER™ STORIES OF ALL TIME!

INCLUDING...

CAPTURED BY J. JONAH JAMESON™!

TO KILL A SPIDER-MAN®!

24 HOURS TILL DOOMSDAY!

...AND MORE!

AT A DEMONSTRATION ON RADIATION, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER FROM WHICH HE GAINED THE ARACHNID'S INCREDIBLE ABILITIES. WHEN A BURGLAR KILLED HIS BELOVED UNCLE BEN, A GRIEF-STRICKEN PETER VOWED TO USE HIS GREAT POWERS IN THE SERVICE OF HIS FELLOW MAN, BECAUSE HE LEARNED AN INVALUABLE LESSON: WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY. STAN LEE PRESENTS:

THE AMAZING SPIDER-MAN!

SET UP!

THE FAMOUS J. *JONAH JAMESON*, PUBLISHER OF THE *DAILY BUGLE*, AND RENOWNED *SPIDER-MAN* HATER.

LOOK AT YOU SITTING SO SMUGLY WITH THE COSTUME AND WEB-SHOOTERS OF YOUR MOST HATED ENEMY SPREAD OUT BEFORE YOU.

AND *HOW* DID YOU ACQUIRE THESE ITEMS, JONAH?

DID YOU FACE DOWN SPIDER-MAN AND *TAKE* THEM FROM HIM WHEN YOU HAD THE CHANCE?

NO.

SOME STREET URCHIN DID THE JOB YOU WERE TOO COWARDLY TO PERFORM.

AND YOU *BOUGHT* THEM FROM HIM.

YOU ARE A COWARD, JAMESON!

ALWAYS WERE!

ALWAYS *WILL* BE!

HOWARD MACKIE
ERIK LARSEN
JOHN BEATTY
story and art

RS & COMICRAFT'S TROY PETERI
letters

GREGORY WRIGHT
colors

RALPH MACCHIO
editor

BOB HARRAS
chief

ALWAYS GETTING *OTHERS* TO DO YOUR DIRTY WORK.

MY FATHER, *SPENCER SMYTHE,* WAS ONE OF THE FIRST.

HE CREATED THE *SPIDER-SLAYERS* AT YOUR BEHEST.

A CREATION WHICH QUICKLY BECAME AN OBSESSION AND ULTIMATELY LED TO HIS DEATH FROM THE RADIATION EMITTED BY THE SLAYERS.

THEN, HIS OBSESSION BECAME MINE, JAMESON.

HIS *FATE* WILL NOT.

NOW *YOU* AND SPIDER-MAN MUST PAY FOR MY FATHER'S DEATH.

I'VE DONE EVERYTHING YOU WANTED, SMYTHE --

NO, JONAH, YOU HAVEN'T.

YOU'VE ONLY DONE THAT WHICH YOU *HAD* TO.

YES, YOU HAVE FORGONE YOUR TYPICAL RAMBLING ANTI-SPIDER-MAN EDITORIALS FOR THE TIME BEING... STOPPED RUNNING PICTURES OF HIM IN YOUR RAG, THE DAILY BUGLE...

...BECAUSE IT SUITS MY PURPOSES.

AND YOU HAVE PURCHASED HIS WEB-SHOOTERS AND COSTUME FROM THE CHILD WHO FOUND THEM FOR THE SAME REASON.

YES... YOUR INHERENT COWARDICE HAS MADE YOU QUITE COOPERATIVE, JONAH.

AND THERE IS A CERTAIN POETIC JUSTICE IN WATCHING *YOU* SERVE A *SMYTHE* FOR A CHANGE!

BY THE WAY... HAVE YOU SPOKEN TO YOUR LOVELY WIFE, *MARLA*, AND YOUR HEROIC ASTRONAUT SON, *JOHN*, TODAY, JONAH?

GO AHEAD...

...GIVE THEM A CALL.

BRIING

DR. JAMESON. HOW CAN I HELP Y --

JONAH!

I WAS JUST THINKING ABOUT YOU.

I'M DOING FINE, HONEY, BUT I'VE REALLY GOT TO GET BACK TO WORK.

LISTEN... I HEARD FROM JOHN THIS MORNING AFTER YOU LEFT. HE'S FLYING IN FROM CALIFORNIA THIS AFTERNOON.

MAYBE WE SHOULD ALL GO OUT FOR DINNER.

JONAH...?

"...ARE YOU OKAY? YOU SOUND DISTRACTED?"

"I'M FINE. JUST CAN'T WAIT FOR THIS DAY TO END.

"I'LL SEE YOU LATER."

YOU KNOW, JONAH, THAT ONE OF MY *MINI-SLAYERS* IS WITHIN STRIKING RANGE OF BOTH YOUR WIFE...

BORING IN-FLIGHT MAGAZINE

PLUS INTERVIEWS WITH PEOPLE YOU DON'T KNOW

...AND YOUR SON.

IT WOULD TAKE LESS THAN A THOUGHT TO HAVE THEM BOTH KILLED.

SO YOU *WILL* CONTINUE TO COOPERATE, JONAH... WON'T YOU?

YES... I WILL.

THEN LET US BEGIN.

WE HAVE A PAPER TO PUT OUT.

AND A WARM-BLOODED *SPIDER* TO *SLAY!*

MEANWHILE...

AT THE APARTMENT WHICH PETER PARKER SHARES WITH RANDY ROBERTSON...

PETER, YOU'VE GOT TO CHILL.

LIFE IS TOO SHORT TO STRESS OVER THE DETAILS.

"DETAILS", RANDY?

THE RENT, ELECTRIC AND PHONE BILLS ARE ALL DUE AND I'M NOT SURE WHERE THE MONEY IS COMING FROM.

ME NEITHER.

WHICH IS *EXACTLY* WHY YOU'VE GOT TO COME OUT WITH ME AND MY FRIENDS TONIGHT.

INSPIRED IDEAS ONLY COME FROM PARTYING AND RELAXING.

NOT REALLY IN THE MOOD FOR PARTYING, RAND --

BRRING

BZZZT

SAVED BY THE BELLS!

YOU GET THE PHONE AND I'VE GOT THE...

...DOOR!

HELL-LO!

HI! YOU'RE RANDY, RIGHT?

I'M *JILL STACY.* A FRIEND OF PETER'S.

I THINK WE MET AT MAY PARKER'S HOUSE... YOU KNOW WE ALL... WHEN PETER OPENED THE BOX...

YEAH, RIGHT... I DO. COME ON IN.

HEY, GLORY. WHAT'S UP?

JONAH NEEDS TO SEE YOU. HE SAID IT WAS URGENT.

I THINK IT'S ABOUT A JOB.

YEAH...

GLORY GRANT?

HAVE YOU TOLD HER ABOUT ME YET, PETE?

PUT IN THE WORD.

SORRY, GLORY, I'VE GOT SOME INTERFERENCE ON THIS END.

I'LL BE RIGHT DOWN.

JILL? I WASN'T EXPECTING YOU... WAS I?

CLIK

NAH! JUST IN THE NEIGHBORHOOD AND THOUGHT I'D POP BY AND CHECK OUT THE NEW PLACE AND SEE IF I COULD BUY YOU LUNCH.

I'D LOVE TO, BUT I'VE GOT TO HEAD UPTOWN... TO THE BUGLE AND THEN BACK OUT TO QUEENS TO SEE *AUNT MAY*.

NEED SOME COMPANY?

GOING TO HAVE TO TAKE A RAIN CHECK ON THE WHOLE THING.

NO OFFENSE, BUT I REALLY COULD USE THE TIME ALONE.

OKAY?

YEAH... NO... I UNDERSTAND.

YOU KNOW... IF YOU'RE REALLY LOOKING TO TAKE ***SOMEONE*** OUT TO LUNCH...

...AND THEN, LATER ON, WE JOIN MY FRIENDS AT A CLUB SO EXCLUSIVE THAT THEY DON'T EVEN LET THE ***DOORMAN*** IN.

HEY, I'VE GOT A BUDDY YOU'D JUST LOVE.

YEAH... SURE... WHATEVER.

THE DAILY BUGLE.

MAN, GLORY, I CAN'T TELL YOU HOW GLAD I AM THAT YOU CALLED.

IT'S GREAT BEING IN A PLACE WHERE I KNOW EVERYBODY AND EXACTLY WHAT THEY WANT FROM ME.

RANDY... HE'S A GREAT GUY...

...AND BY THE WAY, THIS IS ME PUTTING IN A GOOD WORD FOR HIM...

...BUT I DON'T REALLY *KNOW* HIM.

AND NOW, JILL STACY, SHE WAS A TERRIFIC FRIEND TO MARY JANE, BUT...

...I'M NOT SURE WHAT SHE WANTS FROM ME.

MAYBE SHE JUST WANTS TO BE A TERRIFIC FRIEND TO *YOU*, PETER.

WANTS TO MAKE SURE YOU'RE DOING OKAY?

I KNOW, BUT... I DON'T KNOW.

THINGS ARE STILL SO UP IN THE AIR FOR ME RIGHT NOW.

THE LAST THING I NEED IS...

I'M JUST GLAD I'VE GOT FRIENDS LIKE YOU. NO EXPECTATIONS... NO WALKING ON EGGSHELLS AROUND ME. JUST A FRIEND WHO --

PARKER!

YOU WANT A JOB OR YOU WANT TO HANG AROUND ALL DAY YAKKING WITH MY ASSISTANT?

COMING, JONAH!

PARKER, THE MORATORIUM ON SPIDER-MAN FEATURES IS OFF.

THE BUGLE IS GOING TO RUN A LATE AFTERNOON EDITION TODAY, AND...

...WELL, IT'S NO SECRET THAT YOU'RE SHORT ON CASH.

I'VE GOT A SPECIAL ASSIGNMENT FOR YOU, PARKER.

WHAT IS IT?

TAKE A LOOK HERE!

DAILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

ILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

SPIDER-MAN'S SECRETS REVEALED!

COSTUME AND WEB-SHOOTERS ON PUBLIC DISPLAY!

SCIENTISTS TO PERFORM DNA ANALYSIS

MY COSTUME AND WEB-SHOOTERS... HOW?

SO... HAVE THE SCIENTISTS GOTTEN TO THEM YET? LEARNED ANYTHING?

WHAT? SCIENTISTS?

WHAT DO I CARE ABOUT THAT?!

THIS IS *BAIT!* I FINALLY HAVE THAT WEBHEADED MENACE RIGHT WHERE I WANT HIM!

AFTERWARDS, THE POLICE, SCIENTISTS, WHOEVER CAN HAVE HIM IF THEY WANT! DISSECT HIM FOR ALL I CARE!

MEANWHILE, CIRCULATION IS GOING TO GO THROUGH THE ROOF!

THEY'RE GOING ON DISPLAY IN THE BUGLE LOBBY *TONIGHT!*

OPENING TO THE PUBLIC *TOMORROW,* BUT YOU CAN BET THAT WALL-CRAWLER WILL MAKE A MOVE BEFORE THEN.

BE HERE.

CATCH HIM IN THE ACT... CATCH *ALL* THAT HAPPENS ON FILM...

...AND YOU'RE GOING TO GET A HEALTHY PAYCHECK, BOY.

JONAH, ARE YOU OKAY? YOU SOUND KIND OF --

GET OUT OF MY OFFICE, PARKER. I'VE GOT WORK TO DO.

SOMETHING IS GOING ON HERE.

SOMETHING MORE THAN THE TRAP I *KNOW* IS BEING SET FOR ME.

THERE'S SOMETHING JONAH'S NOT SAYING... *MAYBE* IT HAS TO DO WITH HIM LOOKING UNDER THE MASK WHEN I GOT KNOCKED OUT RESCUING HIM FROM VENOM.

See Peter Parker #10 for details -- Ralf.

I STILL DON'T KNOW IF HE ACTUALLY DID, BUT JONAH'S BEEN ACTING STRANGE LATELY.

HOW YOU DOING, PETER?

DOES LIVING WITH MY SON HAVE YOU CLIMBING THE WALLS YET?

NOT SO THAT ANYBODY'D NOTICE, *ROBBIE.*

DAILY BUGLE

SECRETS REVEALED!

SPIDER-MAN'S COSTUME AND WEB SHOOTERS ON PUBLIC DISPLAY! SCIENTISTS TO PERFORM DNA ANALYSIS.

I'D LOVE TO CHAT, SON, BUT I JUST GOT THIS AFTERNOON'S SPECIAL EDITION FRONT PAGE MOCK-UP, AND...

...I NEED TO TALK TO OUR ILLUSTRIOUS PUBLISHER.

I THOUGHT WE'D GOTTEN PAST THIS KIND OF THING!

FWAM

J. JONAH JAMESON

THIS IS *NOT* GOING TO BE PRETTY.

ROBBIE ROBERTSON DOESN'T GET MAD EASILY, BUT WHEN HE DOES...

...IT'S BEST TO PUT AWAY THE LETTER OPENERS AND STAPLERS WHEN THINGS GET LIKE THIS.

YOU KNOW, GLORY, RANDY ISN'T GOING TO GIVE ME A MOMENT'S REST UNLESS I FIND OUT IF YOU'D BE INTERESTED IN GOING OUT WITH HIM SOMETIME.

AND IF HE'S *ANYTHING* LIKE HIS DAD...

HAVE THE BOY GIVE ME A CALL SOMETIME.

AND WE'LL SEE.

OKAY... TIME FOR A REFEREE TO ENTER THE RING.

YOU SHOULD GIVE ME A CALL TOO, PETER.

LET'S CATCH A MOVIE OR SOMETHING.

...I'LL... THINK ABOUT IT.

A FEW MINUTES LATER...

I'M RUNNING LATE AGAIN.

THE STORY OF MY *LIFE*.

WHAT WOULD I DO IF I DIDN'T HAVE MY OWN PERSONAL FORM OF RAPID TRANSPORTATION?

AN EMPTY CLOSET...

...AN OPEN WINDOW...

...A COUPLE OF WEB-LINES AND...

...I AM *AIRBORNE!*

AND BEING LATE FOR DINNER IS THE *LEAST* OF MY PROBLEMS.

BECAUSE I *KNOW* I'M BEING SET UP TONIGHT.

JONAH KNOWS I WON'T LEAVE MY COSTUME AND WEB-SHOOTERS SITTING AROUND WAITING TO BE ANALYZED.

AND THE ONLY WAY TO COLLECT MY PAYCHECK...

...IS TO SHOW UP AS SPIDER-MAN, WALK INTO WHATEVER TRAP THEY'VE GOT PLANNED FOR ME...

WITH ADVANCES IN DNA SCIENCES, THERE'S NO TELLING WHAT THOSE SCIENTISTS WILL FIND AND HOW LONG IT'LL TAKE THEM TO TRACK DOWN MY SECRET IDENTITY.

I CAN'T RISK THAT.

I'VE STILL GOT AUNT MAY TO THINK ABOUT. IF SHE SHOULD EVER LEARN...

BUT...

...I NEED THE *MONEY!* AUNT MAY HAS GOT TO BE STRETCHING IT THIN HELPING ME OUT.

...AND GET LOTS OF PICTURES TO SELL TO THE BUGLE.

BETWEEN A ROCK AND A HARD PLACE.

THE STORY OF MY *LIFE.*

A SHORT TIME LATER...

PETER, PLEASE... EAT!

AUNT MAY... I... ER...

WHAT...?

...IS IT TOO MUCH?

...NO... IT'S JUST THAT I... ER... IT'S STILL A LITTLE *HOT* IS ALL.

WELL, YOU ARE FAR TOO SKINNY, YOUNG MAN, SO MAKE SURE TO CLEAN THAT PLATE.

KISS THE COOK

YES, MA'AM.

DAILY NEW YORK'S FINEST

SPIDER-M... SECRETS REV...

COSTUME AND WEB-SHOOTERS ON PU... SCIENTISTS TO PERFORM DNA

WILL YOU LOOK AT THIS.

I JUST DON'T KNOW *WHAT* TO THINK ANYMORE.

I *KNOW* THIS SPIDER-MAN HAS DONE SOME VERY GOOD THINGS IN THE PAST, BUT...

...I JUST CAN'T HELP BUT WONDER. AND HOW DO YOU TRUST A MAN WHO SWINGS AROUND IN THE AIR WEARING A MASK? WHAT IS HE HIDING?

I JUST DON'T KNOW.

HOW ARE THINGS GOING *HERE*, AUNT MAY?

LATELY EVERYTHING'S SEEMED SO FOCUSED ON ME... HOW ARE *YOU* DOING?

OH, I'M THE SAME AS *EVER*.

GETTING BY. SPENDING TIME WITH FRIENDS.

WHAT ABOUT MONEY? ARE YOU DOING --

KISS THE

THAT IS NOT SOMETHING *YOU* NEED WORRY ABOUT, DEAR. WE'RE PARKERS. SOMEHOW THINGS JUST WORK OUT.

RIGHT.

SOMEHOW THEY DO.

DAILY

SPIDER-SECRETS R...

COSTUME AND WEB-SHOOTERS

SCIENTISTS TO PERFORM

LATER THAT NIGHT...

THE MENACE OF SPIDER-MAN!

THIS IS IT, PARKER!

THIS IS WHERE IT ALL COMES TO AN END. THE VINDICATION OF J. JONAH JAMESON.

EXACTLY WHAT IS GOING TO HAPPEN, JONAH?

DON'T BOTHER YOURSELF WITH THE DETAILS, PARKER.

FIND YOURSELF SOME PLACE SAFE TO SIT AND WAIT. AND YOU STAY THERE NO MATTER WHAT HAPPENS!

WHEN THE WALL-CRAWLER SHOWS UP, YOU START SNAPPING AWAY.

AND DON'T STOP UNTIL HE'S TRAPPED BUT GOOD.

I'LL BE IN MY OFFICE UNTIL IT'S OVER.

BUT THIS TIME...

...WHEN HE'S FALLEN...

...I WILL LOOK UNDER THE MASK.

I WON'T HESITATE UNTIL TIME RUNS OUT.

AND I'LL LOOK INTO HIS FACE FOR THE FIRST TIME, AND WE'LL SEE WHICH ONE OF US BLINKS FIRST.

WE'LL ALL SEE!

HE DOESN'T KNOW!

HE NEVER LOOKED!

ALL THESE WEEKS OF WONDERING AND...

...JONAH NEVER LOOKED UNDER MY MASK. WHAT AN INCREDIBLE RELIEF.

LATER THAT NIGHT...

WELL, *THAT* WAS A LOT OF WORRYING FOR *NOTHING.*

WORRYING IF JONAH KNEW MY SECRET IDENTITY AND *WHAT* HE WAS GOING TO DO WITH THE INFORMATION.

SO IF *THIS* ISN'T ABOUT *THAT*...

...THEN *WHAT* IS GOING ON? WHY HAS HE BEEN ACTING SO STRANGE LATELY?

GUESS ALL I CAN DO IS SIT AND WAIT.

BUT FOR *WHAT?* FOR *SPIDER-MAN* TO SHOW UP?

I AM --

-- WHOA!

SPIDER-SENSE IS KICKING IN.

WHATEVER IS GOING TO HAPPEN...

...IS STARTING!

IS THAT A *SPIDER-SLAYER?*

A BIT ON THE *SMALL* SIDE.

BUT, WHEREVER THERE'S A SPIDER-SLAYER...

...*ALISTAIR SMYTHE* CAN'T BE FAR BEHIND.

ALL THE PIECES ARE STARTING TO FALL INTO PLACE.

MIGHT AS WELL GET THIS OVER WITH.

TIME FOR YOUR FRIENDLY NEIGHBORHOOD *SPIDER-MAN* TO MAKE AN APPEARANCE.

AND WHILE THE SUSPENSE BUILDS IN MANHATTAN, LET'S BRIEFLY TURN OUR ATTENTION TO WASHINGTON, D.C.

THE OFFICE OF SENATOR STEWART WARD OF NEW YORK.

SENATOR KELLY, YOU HAVE THE FULL SUPPORT OF MY OFFICE.

IT'S A SHAME THAT IN THESE TIMES OF PARTISAN POLITICS, MEN OF INTEGRITY MUST GO OUTSIDE THEIR PARTIES TO MAKE A RUN AT THE PRESIDENCY.

THANK YOU, STEWART. I WAS HOPING FOR YOUR SUPPORT.

NO... THANK YOU, ROBERT. I CAN ASSURE YOU THAT I AM NOT THE ONLY ONE IN OUR PARTY THAT IS READY TO BACK AN INDEPENDENT CANDIDATE WHO IS WILLING TO BRING THE MUTANT AGENDA TO THE FORE.

Check out X-Men #102 for the full story -- X-Ralf.

I'D LIKE TO SHAKE THE HAND OF THE MAN WHO IS ABOUT TO CHANGE THE FACE OF POLITICS-AS-USUAL --

'CHOO!

SORRY, STEWART, BUT I'M FIGHTING A KILLER COLD. I'D HATE TO PASS IT ON TO YOU.

WELL, I WOULDN'T MIND SHAKING THE HAND OF THE MAN WHO IS GOING TO HELP GET OUR CAMPAIGN OFF TO THE START IT NEEDS.

THANK YOU, MS. STRONG.

AS A MATTER OF FACT, SENATOR, PERHAPS MY FIRM COULD HELP YOU WITH YOUR OWN REELECTION BID.

MAYBE WE COULD DISCUSS IT OVER DINNER SOMETIME.

SUSAN. WE HAVE ANOTHER APPOINTMENT.

YES, INDEED, MS. STRONG...

...WE WILL BE SEEING EACH OTHER SOON.

AND BACK AT THE BUGLE...

KTASH

SMYTHE!

I'M HERE.

COME OUT. I CAN'T *WAIT* TO HEAR HOW YOU GOT OUT OF PRISON.

BRAVO!

I ALWAYS HAVE UNDERESTIMATED YOUR INTELLIGENCE.

BUT WAIT! IS THAT AN EXPRESSION OF *SURPRISE* I DETECT BENEATH THE MASK?

YOU WERE EXPECTING ME TO BE IN MY WHEELCHAIR... WEREN'T YOU?

APPARENTLY THE SPIDER-SLAYER CARAPACE I USED AGAINST YOU THE *LAST* TIME WE MET HAD A BENEFICIAL SIDE EFFECT ON MY SPINE.

I'M CURED.

CLAP CLAP CLAP CLAP CLAP

I COULDN'T BE *LESS* INTERESTED IN THE EXPLANATION.

CRUNCH

YOU SHOULD *NOT* HAVE DONE THAT!

SNAP

PLEASE, SMYTHE, IS THIS THE *BEST* YOU CAN DO?

I WOULD'VE EXPECTED MORE FROM YOU THAN THESE MINI-SLAYERS.

I SAW THIS BIT IN *THE MUMMY* -- EXCEPT THEY USED BEETLES.

WHAT DO YOU WANT?

THWIP

WHY DID YOU SET JAMESON UP FOR ALL THIS?

SO MANY QUESTIONS FOR SOMEONE CLAIMING TO BE UNINTERESTED IN EXPLANATIONS!

LET'S START WITH QUESTION NUMBER ONE...

THE *"MINI-SLAYERS,"* AS YOU CALLED THEM, WHILE FAR MORE DANGEROUS THAN YOU CAN *EVER* IMAGINE...

...ARE ONLY THE START.

YOU SEE... I *HAVE* LEARNED FROM MY FATHER'S, AND MY OWN, MISTAKES.

A SINGLE SPIDER-SLAYER JUST NEVER DID THE TRICK, SO...

SNAP

...HERE IS THE CHALLENGE I SET OUT FOR YOU.

YOU ARE NOW FACING EVERY ***SPIDER-SLAYER*** DESIGNED BY BOTH ***ME*** AND MY ***FATHER.*** ALL AT ONCE.

ENJOY THE COMPANY.

I AM.

RANDY AND PETER'S APARTMENT...

BZZZT

WHAT THE --?

RANDY, WE SEEM TO HAVE A LITTLE MIX-UP HERE.

YOU CALLED AND ASKED ME TO JOIN YOU TONIGHT, BUT JILL SAYS --

I AM READY TO *PARTY!*

SOMEONE UP THERE *LIKES* ME!

AND...

EXACTLY *WHY* AM I DOING THIS?

OH, YEAH... I NEED THE *MONEY!*

GOT THE CAMERA IN PLACE AND SET ON AUTOMATIC.

BUT THERE'S *GOT* TO BE AN EASIER WAY TO EARN SOME BUCKS!

SOME WAY THAT DOESN'T INVOLVE THROWING MYSELF IN FRONT OF A FREIGHT TRAIN AND GETTING THE GRUESOME PICTURE PUBLISHED IN THE BUGLE AS A PUBLIC SERVICE ANNOUNCEMENT.

YOU'D THINK I COULD COME UP WITH SOME WAY TO GET MY LIFE IN ORDER SO THAT I'M NOT ALWAYS JUST SCRAPING BY.

WHY CAN'T THINGS EVER WORK OUT FOR ME THE WAY THEY DO FOR *EVERYONE* ELSE?

OR DO THEY? IS AUNT MAY RIGHT?

MAYBE, WHEN YOU STRIP AWAY ALL THE COSTUMED SUPER-HEROICS...

...I'M JUST LIKE EVERYONE ELSE.

I'VE ALWAYS HAD PROBLEMS WITH LOVE AND MONEY.

I'VE ALWAYS HAD FRIENDS I COULD COUNT ON AND...

...BOY, DO I HAVE ENEMIES!

MAYBE... JUST MAYBE... I'D BE BETTER OFF IF I STOPPED WALKING AROUND AS THOUGH I'VE GOT A CLOUD HANGING OVER MY HEAD!

THOUGH GUYS LIKE SMYTHE AND JAMESON *DO* MAKE IT DIFFICULT!

OKAY, SMYTHE, TIME TO WRAP THIS UP. I'VE HAD ENOUGH OF YOUR ROBOTIC RETREADS.

NO. NOT *QUITE* YET!

THERE IS STILL THE ISSUE OF YOU AND JAMESON PAYING FOR WHAT YOU DID TO MY FATHER, KILLING HIM INDIRECTLY.

YOU SEE... WHAT YOU'VE FOUND UP UNTIL NOW WAS MERE DIVERSION.

ALLOW ME TO PRESENT...

...THE *NEWEST*, DEADLIEST SLAYER AND...

...A TRULY *DEVIOUS* PLAN!

AND THAT'S JUST THE BEGINNING.

IF YOU COULD WRITHE AND TWIST IN PAIN FOR A FEW MOMENTS WHILE MY MINI-SLAYER STARTS INVADING THE DEEPEST RECESSES OF YOUR MIND...

...A SPLENDID TIME IS GUARANTEED TO BE HAD BY ALL!

TO BE CONTINUED NEXT ISSUE!

MARVEL COMICS®

THE AMAZING SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

MACHE
LARSEN
BEATTY

SHOWDOWN WITH THE SPIDER-SLAYERS!™

At a demonstration on Radiation, high school student PETER PARKER was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power must also come Great Responsibility. Stan Lee Presents:

THE AMAZING SPIDER-MAN!

SLAYERS TO THE LEFT OF ME...

MY NAME IS *PETER PARKER.*

AT LEAST THAT'S THE NAME OF THE GUY BENEATH THE *SPIDER-MAN* MASK!

ALL I WANTED TO DO WAS EARN SOME EXTRA CASH BY TAKING SOME PICTURES FOR *J. JONAH JAMESON* AND THE *DAILY BUGLE.*

IT'S ONE OF THE MANY THINGS I DO TO TRY AND MAKE ENDS MEET.

AS USUAL A *BAD* GUY SHOWED UP.

HIS NAME IS *ALISTAIR SMYTHE...* HE AND I GO *WAY* BACK...

HE CONTROLS THE LITTLE DEVILS CALLED THE *SPIDER-SLAYERS.*

HE SET THE WHOLE THING UP.

HE'S STILL BLAMING ME FOR HIS FATHER'S DEATH MONTHS BACK... HIS POP WAS THE ORIGINATOR OF THE SPIDER-SLAYERS.

THE MECHANICAL THING STUCK ONTO THE FRONT OF MY FACE TRYING TO SUCK MY BRAINS OUT THROUGH MY EYES WOULD BE *ONE* OF THEM.

THERE'S *GOT* TO BE A BETTER WAY TO EARN SOME EXTRA CASH!

MAYBE A NICE PAPER ROUTE?!

HOWARD MACKIE
ERIK LARSEN
JOHN BEATTY
RODNEY RAMOS
story and art

RS & COMICRAFT'S TROY PETERI
letters

GREGORY WRIGHT
colors

RALPH MACCHIO
editor

BOB HARRAS
chief

COME NOW, SPIDER-MAN, IS THIS THE *BEST* YOU CAN DO?

I WOULD THINK THAT AFTER DEFEATING ALL THE OTHER SPIDER-SLAYERS, ONE OF MY *MINIATURES* WOULD HAVE BEEN A MERE NUISANCE TO YOU!

I DON'T BELIEVE HE CAN HEAR ME, *JONAH*, DO YOU?

WHAT ARE YOU *DOING*, SMYTHE?

WHY ISN'T YOUR NEWEST SPIDER-SLAYER DESTROYING HIM?

WHY DO I HAVE TO BE HERE?

BECAUSE, MY DEAR MR. JAMESON, *YOU* HAVE BEEN PART OF THE ONGOING MELODRAMA WHICH HAS EXISTED BETWEEN THE SMYTHES AND SPIDER-MAN SINCE ITS INCEPTION.

YOU WERE THE *CAUSE* OF IT ALL.

YOU COMMISSIONED MY FATHER TO CREATE THE SPIDER-SLAYERS TO ADDRESS YOUR PERSONAL VENDETTA AGAINST THE WEB-SLINGER.

YOUR OBSESSION BECAME HIS...

...LED TO HIS UNTIMELY DEATH...

...AND THEN BECAME *MINE!*

SO YOU ARE PART OF THIS, JONAH.

AND YOU ARE GOING TO SEE IT TO ITS INEVITABLE CONCLUSION!

THE *PAIN!*

THIS THING IS RADIATING SOME SORT OF ENERGY...

...I CAN FEEL IT PENETRATING MY MIND!

BUT... TO... WHAT...

...END?

FREE!

OKAY, SMYTHE, I'LL ADMIT *THAT* HURT, BUT...

...I'M *STILL* NOT IMPRESSED!

AND I'VE GOT TO ADMIT I'M NOT SEEING MUCH OF AN IMPROVEMENT IN THE SPIDER-SLAYERS.

SURE THIS *NEWEST* ONE IS BIG, BUT...

...A LITTLE WEBBING --

-- OKAY... A *LOT* OF WEBBING...

...AND IT'S STOPPED DEAD IN ITS TRACKS!

COME HERE, JONAH, YOU AND I ARE GOING TO HAVE TO TALK ABOUT THE COMPANY YOU KEEP!

YOU'D THINK YOU'D LEARN THAT YOU CAN'T TRUST THESE GUYS WHO GO AROUND CALLING THEMSELVES *SUPER-VILLAINS!*

I'LL TAKE THAT LITTLE SUCKER.

TRUST ME... IT'S NOTHING BUT A *HEADACHE!*

HOW *WRONG* YOU ARE ON *ALL* ACCOUNTS, SPIDER-MAN!

MY MINIATURE SLAYERS ARE *MUCH* MORE THAN A HEADACHE.

IN FACT, THEY ARE *PSIO-EMPATHIC.*

WHAT ARE YOU TALKING ABOUT?

IN THE TIME MY LITTLE BEAUTY SPENT ATTACHED TO YOUR HEAD, IT MADE A PSIONIC CONNECTION TO YOUR MIND.

LITERALLY ABSORBING YOUR BRAIN WAVES INTO EMPATHIC PIECES OF DATA.

EVEN AS WE SPEAK THE DATA IS BEING DOWNLOADED TO A CENTRAL PROCESSOR WHICH IS TRANSMITTING INSTRUCTIONS TO ALL MY OTHER MINIATURE SLAYERS.

CRASH

YOU THINK OF YOUR FRIENDS, YOUR FAMILY, YOUR LOVED ONES *ALWAYS.*

EVEN IF JUST ON A SUBCONSCIOUS LEVEL. MY MACHINE HAS READ YOUR EMOTIONS AND IS SEEKING OUT THE RECIPIENTS OF THESE EMOTIONS.

THAT IS IMPOSSIBLE.

PERHAPS.

BUT HOW *SURE* ARE YOU?

I WANT YOU TO SUFFER THE LOSS OF YOUR LOVED ONES, SPIDER-MAN.

THE WAY I SUFFERED WHEN YOU TOOK MY FATHER AWAY FROM *ME.*

BUT DON'T WORRY *TOO* MUCH... YOU'LL PROBABLY BE DEAD FIRST!

SO, YOU HAVE A *CHOICE...*

...STAY, BATTLE THE *LAST* SPIDER-SLAYER, PROTECT JONAH, YOUR MOST FERVENT DETRACTOR, OR...

...FOLLOW MY MINIATURE SLAYERS AND PROTECT YOUR FRIENDS AND FAMILY.

IT'S YOUR CHOICE, SPIDER-MAN.

I AM CONFIDENT THAT BY DAY'S END...

...I WILL HAVE MY REVENGE.

COME ON, JONAH...

...TIME FOR US TO TAKE *OFF!*

SWING

DON'T *TEMPT* ME, JONAH!

I'VE HAD A ROUGH DAY.

HANG ON TIGHT!

WE'RE IN FOR A *BUMPY* RIDE!

WHAT?

LET *GO* OF ME!

LET GO OF ME *NOW!*

A SHORT TIME LATER...

I THINK WE LOST IT.

COME ON!

I HATE THESE THINGS! PHONES SHOULD HAVE WIRES AND BE CONNECTED TO EACH OTHER!

WHO'RE YOU TRYING TO CALL, JONAH... THE SCORPION, MAYBE?

YOU DID HELP GET HIM IN THE "I HATE SPIDER-MAN BUSINESS," TOO.

I'M TRYING TO GET HOLD OF MY WIFE AND SON TO WARN THEM TO RUN!

I NEED YOUR HELP TO GET ME UP HIGHER.

EXCUSE ME? YOU NEED MY WHAT?!

JUST DO IT!

NOT SO FAST! I'M LOSING THE...

...PHONE!

YOU BLASTED MORON!

NOW THOSE MINIATURE SLAYERS ARE GOING TO KILL MY WIFE AND SON!

YOU DID THAT ON PURPOSE! I'LL --

-- GET BACK HERE! WHERE ARE YOU GOING?

HERE YOU GO, JONAH, ON THE SPIDEY EXPRESS. CLEAR RECEPTION IS JUST MOMENTS AWAY...

SMYTHE IS GOING TO STRIKE OUT AT THEM... I'VE GOT TO WARN THEM!

BUT WE'RE STUCK BETWEEN BUILDINGS AND I CAN'T GET ANY RECEPTION ON THIS BLASTED THING.

I KNOW WHERE JONAH AND MARLA JAMESON LIVE.

I'VE GOT TO GET TO THEM FIRST... EVEN BEFORE I TAKE CARE OF MY OWN.

THAT MEANS I'LL HAVE TO STRAND JJJ ON THE NEAREST ROOF, SO I CAN TAKE CARE OF BUSINESS.

WASHINGTON, D.C.

THE OFFICE OF SENATOR STEWART WARD OF NEW YORK STATE.

SUSAN, I NEED TO KNOW SOMETHING.

NOW THAT I HAVE THROWN MY SUPPORT BEHIND SENATOR KELLY'S RUN FOR THE PRESIDENCY...

...WILL I BE ABLE TO COUNT ON SOME RECIPROCITY?

EXCUSE ME, STEWART...

...BUT IS *THAT* WHAT THIS IS ALL ABOUT?

YOU THINK I'M JUST SOME CAPITOL HILL BIMBO TO BE USED BY YOU TO GET TO SENATOR KELLY?

SUSAN STRONG IS ONE OF ROBERT KELLY'S TOP AIDES AND WILL NOT BE USED BY YOU OR ANY OTHER MAN!

YOU'D BE SURPRISED, MY DEAR.

YOU TRULY WOULD.

AT THAT MOMENT, IN THE HOME OF JONAH AND MARLA JAMESON...

...THE SPIDER-SLAYER RECEIVES A RADIO SIGNAL AND...

...CREEPS EERILY CLOSER TO MARLA JAMESON.

KTASH

SPIDER-MAN?!

PARDON THE OVERLY DRAMATIC ENTRANCE, MRS. JAMESON, BUT YOU APPEAR TO HAVE A *BUG* PROBLEM!

DO YOU HAPPEN TO KNOW WHERE YOUR STEPSON, *JOHN*, IS? I THINK HE'S GOING TO HAVE THE SAME PROBLEM.

THWAPP

HIS PLANE LANDS AT KENNEDY IN TWO HOURS. THE INFO IS ON THE TABLE NEAR THE WINDOW.

KRAK

GREAT!

THAT'S *SMYTHE'S* HANDIWORK... A SMALL VERSION OF ONE OF HIS SLAYERS.

WHAT HAS JONAH DONE?

THANK YOU, SPIDER-MAN.

I'VE NEVER BELIEVED YOU TO BE THE VILLAIN THAT JONAH HAS.

WELL, *THAT'S* NICE TO KNOW!

AND I HAVE A LITTLE TIME LEFT BEFORE I CAN GET TO JOHN...

...SO I CAN TAKE CARE OF A FEW PERSONAL STOPS FIRST AND SEE IF THESE MINIATURE SPIDER-SLAYERS CAN REALLY DO WHAT SMYTHE CLAIMS THEY CAN DO --

FRZZAAT

-- *YIKES!* ALMOST FORGOT ABOUT THE *BIG* GUY!

DON'T HAVE TIME TO TRY AND PUT HIM OUT OF COMMISSION RIGHT NOW.

AND WHILE I DON'T REALLY BELIEVE SMYTHE'S THINGS CAN READ MY MIND...

...I CAN'T *RISK* THE LIVES OF MY FRIENDS TO FIND OUT.

SO I SLOW THIS THING DOWN AND...

...*RUN!*

THE APARTMENT THAT PETER PARKER SHARES WITH RANDY ROBERTSON DOWNTOWN...

SINCE WHEN DOES ANYBODY NEED AN EXCUSE TO HAVE A PARTY, LADIES?

JILL! GLORY! YOU GUYS HAVE BEEN HANGING AROUND WITH MY ROOMIE FOR TOO LONG!

AND SINCE I KNOW I'M GOING TO LOOSEN HIM UP...

...I MIGHT AS WELL INCLUDE YOU TWO IN ON THE FRIENDS AND FAMILY PLAN!

I THINK I'LL START WITH YOU, GLORY!

DON'T DO ME ANY FAVORS, RANDY. AND BACK UP!

I DON'T KNOW WHY I'M GOING ON THIS WILD GOOSE CHASE. THERE'S NOT A CHANCE THAT THAT LITTLE SPIDER OF SMYTHE'S COULD HAVE TAPPED INTO MY MIND AND --

-- WHOA!

THERE'RE THREE OF THEM NOW, HEADING INTO MY APARTMENT.

WONDERFUL! FROM THE LOOKS OF THINGS, RANDY IS HAVING ANOTHER ONE OF HIS PARTIES!

I CAN'T RISK SHOWING UP AS SPIDER-MAN HERE.

I JUST DON'T NEED TO DRAW ANY MORE OF A DIRECT CONNECTION BETWEEN PETER PARKER AND SPIDER-MAN THAN NECESSARY...

...SO I GUESS I'M GOING TO HAVE TO GO INTO ACTION AS THE DYNAMIC...

PETE! I WAS WONDERING WHEN YOU WERE GOING TO SHOW!

I'VE GOT A FEW FRIENDS OVER TO CELEBRATE THE FIRST *THURSDAY* OF THE MONTH AND --

GREAT, RANDY. GREAT.

GIVE ME A SECOND, WILLYA?

GOT TO FIND AND CRUNCH THOSE MINIATURE SLAYERS FAST!

THE BIG GUY HAS GOT TO BE ON MY TAIL AND THE LAST THING I NEED IS TO HAVE IT BURSTING IN HERE.

PETER?

COULD WE *TALK* TO YOU?

JILL! GLORY! SURE... WHAT'S UP?

WHICH WINDOW DID THOSE THINGS CRAWL IN THROUGH?

WE'VE BEEN CONCERNED ABOUT YOU, PETER. JUST WANTED TO MAKE SURE YOU'VE BEEN HOLDING UP SINCE --

PETE'S *FINE!*

NOTHING A LITTLE RANDY PARTY ACTION WON'T CURE!

THAT'S THE PROBLEM WITH PEOPLE OUR AGE THESE DAYS... EVERYONE'S TRYING TO ACT ALL OLD AND SERIOUS.

WE'RE *KIDS!* WE'RE SUPPOSED TO HAVE *FUN!* ROLL WITH THE PUNCHES! RIGHT, PETE?

YEAH... SURE... RIGHT.

THERE THEY *ARE!* THE *BATHROOM!* ONE OF RANDY'S FRIENDS IS HEADING IN THERE!

EXCUSE ME A MINUTE, GUYS.

SORRY!

BUT I'VE *REALLY* GOT TO *GO!*

FWAM

ER... YEAH... SURE.

OKAY... YOU LITTLE BUGS, LET'S MAKE THIS *QUICK*...

...BEFORE YOUR BIG BROTHER SHOWS UP!

ARRGH! OOOH! KRASH FWOOM UGPH!

?

PETE? YOU OKAY IN THERE, DUDE?

FLUSH

ER... YEAH... SORRY, BUT YOU KNOW HOW IT IS...

YOU MIGHT WANNA GIVE THE PLACE A MINUTE OR TWO. *AND*...

"...I THINK THE TOILET IS RUNNING A LITTLE SLOW."

WHOA!

SPIDER-SENSE GOING WILD!

THE *BIG* SPIDER-SLAYER HAS CAUGHT UP WITH ME!

MAN! JUST REMEMBERED I WAS SUPPOSED TO MEET AUNT MAY TONIGHT, GUYS!

GOTTA RUN!

JILL... GLORY...

...I'LL CALL YOU BOTH...

...SOON!

LATER!

SLAM

I DON'T KNOW... *SOMETHING* IS NOT RIGHT WITH HIM.

THINK WE SHOULD GO AFTER HIM?

GIRLS! DON'T BE SILLY!

PETE'S HAD A ROUGH FEW MONTHS!

HE NEEDS SOME TIME TO GET HIS HEAD STRAIGHT.

MEANWHILE, I DON'T WANT *EITHER* OF YOU TO WORRY...

...THERE IS *MORE* THAN ENOUGH OF RANDY ROBERTSON FOR *EVERYBODY!*

THIS KIND OF STUFF *ALWAYS* HAPPENS TO ME!

I CAN'T BELIEVE I HAVE *ANY* FRIENDS AT ALL WITH THE WAY I WIND UP ACTING AROUND THEM!

I'LL WORRY ABOUT THAT LATER. RIGHT NOW, I'VE *GOT* TO LEAD THIS THING AWAY FROM HERE!

I DO HAVE TO ADMIT THAT SMYTHE HAS DONE SOME IMPROVING ON THIS YEAR'S SPIDER-SLAYER MODEL.

AT LEAST IT DOESN'T HAVE JONAH'S GRINNING FACE ON IT ANYWHERE, LIKE THE FIRST ONE DID.

THE THING JUST NEVER STOPS!

JUST KEEPS FOLLOWING ME NO MATTER *WHERE* --

-- HMMMM!

MAYBE IT'S TIME TO MAKE *THAT* WORK TO MY ADVANTAGE!

MAYBE I SHOULD GO AFTER PETER BY MYSELF... SO HE DOESN'T FEEL GANGED UP ON.

YOU? DO YOU KNOW HOW LONG PETER AND I HAVE KNOWN EACH OTHER? I'LL GO.

GIRLS! *HELLO!*

MAYBE WHAT PETER NEEDS IS FOR THE TWO OF YOU TO START LAVISHING ATTENTION ON HIS STUDLY ROOMMATE?

SURE, RANDY...

...GO SEE IF YOU CAN FIND HIM!

THAT'S A GOOD SPIDER-SLAYER!

KEEP COMING!

GOT TO GET TO AUNT MAY *NOW!*

SHE'S THE ONLY ONE LEFT THAT I COULD HAVE BEEN THINKING ABOUT.

FOREST HILLS, QUEENS...

THWAPP THWAPP

THIS IS *RIDICULOUS!*

DROPPING THAT THING INTO A BUILDING BARELY SLOWED IT DOWN AT ALL!

THE ONLY THING THAT SEEMS TO BUY ME TIME IS WEBBING, SO...

...WEBBING IT IS!

NOW TO TRY AND FIGURE OUT HOW I CAN GET AUNT MAY OUT OF THE HOUSE...

...KILL THE MINIATURE SPIDER-SLAYERS AND DO IT ALL WITHOUT CAUSING HER TO SUSPECT MY CONNECTION TO SPIDER-MAN!

"LIFE IS NEVER EASY."

TOO LATE! THE MINIATURE SLAYERS ARE ALREADY INSIDE!

I'VE GOT TO RISK --

NUTS! WHY WON'T YOU JUST STAY DOWN?!

YOU WANT TO THREATEN ME...

...FINE!

YOU WANT TO BEAT ME, BLAST ME AND MAKE MY LIFE MISERABLE...

...NO PROBLEM!

BUT YOU DO *NOT* MESS WITH MY AUNT MAY!

SHE HAS *NEVER* HARMED A SINGLE LIVING CREATURE IN HER ENTIRE LIFE!

WAIT A MINUTE!

SMYTHE SAID THAT THE MINI-SLAYERS WERE BEING FED INSTRUCTIONS FROM A CENTRAL UNIT.

MAYBE I'VE BEEN PLAYING IT WRONG ALL NIGHT LONG. MAYBE I *SHOULDN'T* HAVE BEEN *RUNNING!*

I SHOULD BE STANDING MY GROUND AND...

...*FIGHTING!*

KRAK

KOM!

THAT WAS IT ALL ALONG.

WELL, *THAT* WASN'T SO HARD.

YEAH... RIGHT!

AT THAT MOMENT...

WHAT?! THIS IS INCONCEIVABLE! HOW COULD THE WALL-CRAWLER HAVE POSSIBLY DEFEATED MY SPIDER-SLAYER?

SMYTHE! IT'S OVER.

OH, YEAH.

WHAT IS A COWARD LIKE *YOU* GOING TO DO, JAMESON?

I'LL *SHOW* YOU! IF YOU *EVER* THREATEN MY FAMILY AGAIN, YOU MISERABLE WEASEL...

THUMP

...TODAY IS GOING TO SEEM LIKE THE *BEST* DAY OF YOUR LIFE!

YOU THINK *THIS* IS HOW IT ENDS, JONAH?

THE PARKER RESIDENCE...

KNOK KNOK KNOK

OH, DEAR! WHO COULD THAT BE AT THIS HOUR?

PETER! I WAS IN THE NEIGHBORHOOD AND USED MY OLD KEY TO GET IN IN CASE YOU WERE SLEEPING.

HOW ARE YOU HOLDING UP, DEAR? YOU LOOK *SO* TIRED.

YOU KNOW... I'VE HAD SO MUCH ON MY MIND... TRYING TO MAKE ENDS MEET... THINKING ABOUT GOING BACK TO SCHOOL...

...AND JUGGLING FREELANCE ASSIGNMENTS WITH THE BUGLE.

WHAT WAS THAT, PETER?

JUST A LITTLE SPIDER, BUT I TOOK CARE OF IT.

"THANK YOU, DEAR. NOW... MUST YOU KEEP WORKING AT THE BUGLE? IT SEEMS LIKE SUCH A DANGEROUS JOB FOR A BOY AS FRAGILE AS YOU. ALL THOSE HORRID PEOPLE... LIKE SPIDER-MAN.

"THERE'S *GOT* TO BE AN EASIER WAY TO EARN A LIVING THAN DEALING WITH THE LIKES OF *HIM!*

KRUNCH

"MAYBE A NICE PAPER ROUTE?"

"YOU KNOW, AUNT MAY... I WAS JUST THINKING THAT MYSELF."

THE END

MARVEL® COMICS

THE AMAZING SPIDER-MAN®

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MACKIE
ROMITA JR.
HANNA

JRJR

CALVARY CEMETERY, QUEENS.

I MISS YOU, HONEY.

NOT A DAY GOES BY THAT I DON'T THINK ABOUT YOU.

WONDERING IF THERE WAS *ANYTHING* I COULD HAVE DONE TO... TO...

IT WASN'T *MY* FAULT.

IT CAN'T HAVE BEEN.

IT WAS *HIM.*

RIP

BELOVED WIFE

ANN WEYING

SPIDER-MAN!

HE'S GOING TO PAY.

I *PROMISE* YOU THAT, ANN.

AT A DEMONSTRATION ON RADIATION, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER FROM WHICH HE GAINED THE ARACHNID'S INCREDIBLE ABILITIES. WHEN A BURGLAR KILLED HIS BELOVED UNCLE BEN, A GRIEF-STRICKEN PETER VOWED TO USE HIS GREAT POWERS IN THE SERVICE OF HIS FELLOW MAN, BECAUSE HE LEARNED AN INVALUABLE LESSON: WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY.

STAN LEE PRESENTS:

THE AMAZING SPIDER-MAN!

STAN LEE presents:

THE DISTINGUISHED GENTLEMAN FROM NEW YORK

PART ONE

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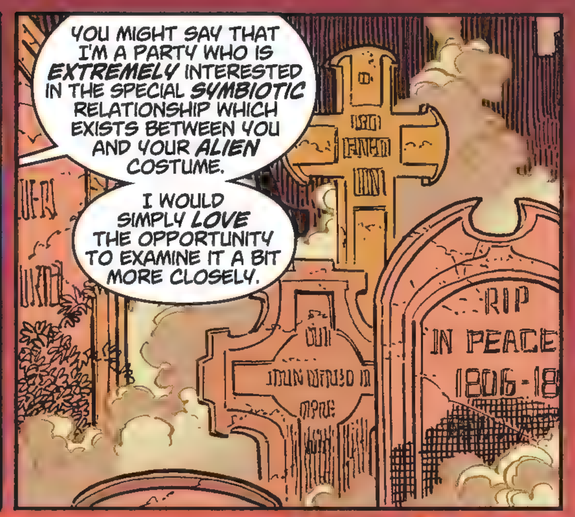
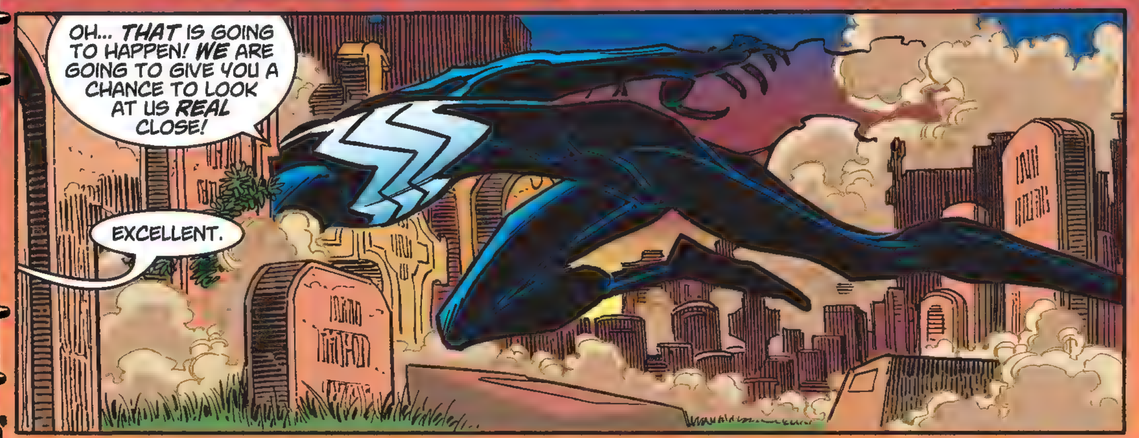
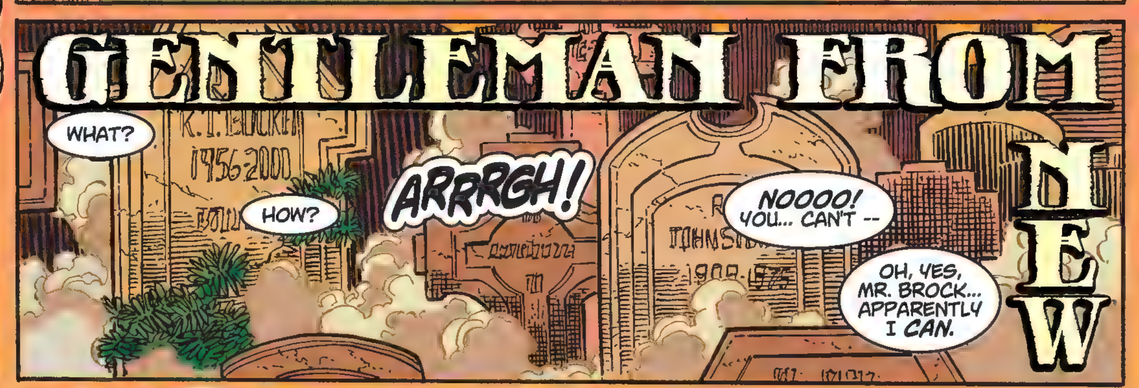






ELSEWHERE...

BOY, PETER! THAT WOULD LOOK A LOT MORE IMPRESSIVE IF IT WASN'T ALL SINGLES AND CHANGE!

AND IF IT DIDN'T REPRESENT THE COMBINED SAVINGS OF THE PETER PARKER AND RANDY ROBERTSON APARTMENT FUND.

THE RENT'S BEEN COVERED THIS MONTH, BUT...

...YOU THINK WE CAN LIVE ON THIS WINDFALL FOR THIRTY DAYS?

LET'S SEE... THERE'S ELECTRIC, PHONE... OH YEAH, FOOD.

NOPE.

WE DON'T STAND A CHANCE.

OKAY, GUYS, DINNER IS ON ME TONIGHT.

HEY, JILL, YOU UP TO A QUICK GROCERY SHOP SO THAT WE CAN SHOW THESE TWO THAT IT'S POSSIBLE TO LIVE ON SOMETHING OTHER THAN TOASTER CAKES AND CHEESE PRODUCTS?

I'D LOVE TO, GLORY, BUT I'VE GOT TO HEAD UP TO THE WEST SIDE, 'CAUSE I'VE GOT A DATE WITH A REAL CUTIE.

SIGNAL TO NOISE

DAVID MICHAEL POWELL TURNS ONE YEAR OLD TODAY AND I PROMISED HIS MOM... A FRIEND FROM WORK... THAT I'D HELP HER OUT WITH THE PARTY.

WE WILL MISS YOU, JILL, BUT...

...YOU AND GLORY ARE LIFE SAVERS!

AND SOME DAY PETER AND I ARE GOING TO FIND A WAY TO REPAY YOU BOTH.

AND UNTIL THAT DAY COMES, RANDY, WE HAVE GOT TO FIGURE OUT A WAY TO BRING IN MORE INCOME.

YOU CAN'T HIT UP YOUR DAD FOR ANY MORE CASH...

I'M STILL TRYING TO FIND A JOB TO SUPPLEMENT THE OCCASIONAL FREELANCE PHOTO ASSIGNMENT CHECK FROM THE DAILY BUGLE.

WE'VE GOT TO COME UP WITH SOMETHING.

WELL... NOW THAT YOU MENTION IT, I DID HAVE AN IDEA.

YEAH? WHAT?

NAH! NEVER MIND. YOU'D NEVER GO FOR IT.

WHAT, RANDY? SPIT IT OUT!

WELL... YOU KNOW PEOPLE PAY BIG BUCKS FOR STUFF ON SOME OF THOSE ONLINE AUCTION SITES. AND I WAS THINKING...

RANDY, I DON'T HAVE ANYTHING THAT'S WORTH ANYTHING TO ANYBODY.

YEAH... YOU'RE RIGHT. WE'LL FIND ANOTHER WAY.

WHAT? COME ON... TELL ME!

MARY JANE. SHE WAS A CELEBRITY WITH A PRETTY SERIOUS FOLLOWING. I WAS THINKING THAT MAYBE YOU COULD --

WHAT?! YOU WANT ME TO AUCTION OFF SOME OF MY WIFE'S BELONGINGS TO TOTAL STRANGERS?

I'M SORRY! IT WAS A STUPID SUGGESTION AND COMPLETELY INSENSITIVE.

WE'LL COME UP WITH ANOTHER WAY.

MAYBE I'M GOING TO HAVE TO GET SOMETHING THAT MORE RESEMBLES A REAL JOB AND COOL IT WITH THE ACTING THING.

SORRY.

BREEP BREEP

IT'S MY DAD. A 911.

HE'S BEEN ACTING SO WEIRD EVER SINCE HE RECONNECTED WITH STEWART WARD.

EXCUSE ME, GIRL?

YOUR DAD KNOWS SENATOR WARD? HOW COOL IS THAT?

NOT *VERY*, TO HEAR MY FATHER TALK ABOUT IT... *WHEN* HE'LL TALK ABOUT IT.

I THINK MAYBE THEY WERE IN THE ARMY TOGETHER OR SOMETHING.

AND I GET THE SENSE THAT SOMETHING BAD WENT DOWN BETWEEN THEM.

MEANWHILE, HE'S BEEN MAKING ME AND MY BROTHER PAUL CARRY THESE THINGS AROUND LIKE SOME SORT OF ELECTRONIC LEASHES.

IT'S A MESSAGE FROM HIM. HE WANTS ME HOME... *NOW!*

I'D BETTER GET GOING.

RETURN HOME NOW...

PETER...? YOU FEEL LIKE COMING WITH ME OUT TO QUEENS?

IT'S BEEN FOREVER SINCE YOU'VE BEEN OUT TO SEE MY DAD. HE ASKS ABOUT YOU ALL THE TIME. BESIDES... YOU CAN STOP BY AND SEE AUNT MAY.

ER... WELL I WAS SUPPOSED TO... UM...

...I WAS THINKING OF...

...YEAH... SURE.

DON'T WAIT UP, GUYS. I MAY WIND UP CRASHING AT AUNT MAY'S TONIGHT.

WHAT IS *WRONG* WITH YOU?

OW!

SELLING MJ'S STUFF ONLINE... WHAT WERE YOU THINKING?

OBVIOUSLY... I *WASN'T!*

SOMETIMES MY MOUTH GETS AHEAD OF MY MIND. SORRY.

BUT NOW THAT I KNOW HOW *STRONG* YOU ARE... I'M *THINKING* TWICE ABOUT MESSING WITH YOU.

THAT IS THE FIRST INTELLIGENT THING I'VE HEARD YOU SAY ALL NIGHT, *MISTER* ROBERTSON.

LATER, AT THE HOME OF THE STACY FAMILY IN FOREST HILLS, QUEENS...

YOU DOING OKAY WITH RANDY AS A ROOMMATE AND... EVERYTHING?

I'M FINE, JILL... REALLY.

I'M DEALING WITH MJ BEING GONE ONE DAY AT A TIME.

I KNOW, BUT IT'S MY JOB TO WORRY ABOUT YOU.

HOLD ON A SEC.

DAD! I'M HOME AND LOOK WHO I BROUGHT *WITH* ME!

WHERE WERE YOU? WHAT TOOK YOU SO LONG?! I HAVEN'T EVEN *HEARD* FROM YOUR BROTHER YET.

HOW MANY TIMES DO I HAVE TO GO OVER THE DRILL WITH YOU TWO? YOU *CALL* ME AS SOON AS YOU GET THE PAGE.

I HAVE TO KNOW THAT YOU ARE BOTH SAFE AT *ALL* TIMES.

I SWEAR... SOMETIMES I FEEL AS THOUGH I'M *STILL* RAISING TWO INFANTS!

THESE ARE DANGEROUS TIMES... *VERY* DANGEROUS TIMES... AND I WILL *NOT* ALLOW EITHER YOU OR YOUR BROTHER TO BE USED BY THAT MADMAN AGAINST ME.

THAT'S SOME SORT OF WEAPON ARTHUR'S CARRYING UNDER HIS JACKET.

DAD, I'M NOT A KID ANYMORE --

THEN STOP ACTING LIKE ONE.

I'VE GOT TO GO OUT.

I WANT YOU TO STAY HERE AND WAIT FOR YOUR BROTHER.

IF ANYONE ELSE... AND I MEAN *ANYONE*... SHOWS UP AT THIS DOOR...

...YOU PAGE ME.

WE CAN TRUST NO ONE.

I KNEW ARTHUR WAS OVER THE EDGE A FEW WEEKS AGO.

HE TRIED TO ASSASSINATE SENATOR WARD BACK THEN.

I HAVEN'T BEEN ABLE TO ACCEPT THAT THIS MAN, WHO I HAVE ADMIRED SO MUCH UP UNTIL THIS POINT, COULD EVEN THINK ABOUT MURDERING A MAN IN COLD BLOOD.

I DON'T CARE *WHAT* IT IS WARD'S DONE... OR WHAT ARTHUR THINKS HE'S CAPABLE OF DOING... THERE'S ALWAYS GOT TO BE ANOTHER WAY OF HANDLING IT.

Back in Issue #12
-- Recappin' Ralf.

IF PAUL DOESN'T SHOW UP IN THE NEXT HOUR... YOU *CALL* ME ON MY CELL PHONE!

DAD! WHAT'S GOING ON? WHO ARE YOU GOING TO MEET?

YOU'VE GOT TO TELL ME *SOMETHING!*

THE LESS YOU KNOW... THE BETTER.

PETER?

ARTHUR... WAIT.

FOR *WHAT*, PETER?

FOR HIM TO KILL *MORE* PEOPLE?

YOU DON'T UNDERSTAND HOW DANGEROUS THAT MAN IS. NO ONE DOES.

ONLY THE GREAT ARTHUR STACY! RIGHT, FATHER?

ONLY YOU CAN SEE ALL THE EVILS LURKING IN THE SHADOWS.

PAUL. I'M GLAD YOU'RE HERE, SON. I --

I'M NOT HANGING AROUND FOR LONG.

JUST LONG ENOUGH TO DROP OFF THIS LITTLE ELECTRONIC LEASH OF YOURS AND TO TELL YOU...

...I'M *NOT* BUYING INTO *YOUR* OBSESSION, FATHER.

THIS PARANOID CONSPIRACY NONSENSE IS THE KIND OF THING THAT DROVE A WEDGE BETWEEN YOU AND UNCLE GEORGE.

AND I'M *DONE* WITH IT --

YOU...

...ARE GOING TO DO EXACTLY WHAT I SAY FOR ONCE IN YOUR LIFE, PAUL.

YOU ARE GOING TO STAY HERE, MAKE SURE YOUR SISTER IS SAFE, AND YOU ARE GOING TO WAIT UNTIL I GET BACK BEFORE YOU EVEN *THINK* ABOUT DOING ANYTHING ELSE.

DO YOU UNDERSTAND ME?

YES.

THIS IS GETTING *WAY* OUT OF HAND.

I'M GOING TO *HAVE* TO FOLLOW ARTHUR AND FIND OUT *WHO* HE'S MEETING AND WHAT HE'S PLANNING NEXT.

THIS *SPIDER-TRACER* SHOULD DO THE TRICK.

ENOUGH, DADDY! LET HIM GO!
COME ON, ARTHUR...
...IT'S OVER.
THERE. GOT THE TRACER PLANTED INSIDE HIS COAT.
HE SHOULDN'T FIND IT THERE.
NO... IT'S NOT OVER.
WITH WHAT WARD IS CAPABLE OF DOING...
...IT'S ONLY BEGUN.
PARKER...
...LEAVE NOW!
NONE OF THIS CONCERNS YOU.
SURE, PAUL, YOU CAN THANK ME LATER.
ARTHUR DROPPED THIS LETTER IN THE SCUFFLE. THE WAY HE WAS CLUTCHING IT, I'M GUESSING THAT IT HAS SOMETHING TO DO WITH HIS BEHAVIOR.
HMMM... IT'S FROM WARD'S OFFICE.
THIS IS A THREAT!
I'VE GOT TO GET INTO COSTUME AND CATCH UP TO ARTHUR NOW! SPIDER-TRACER OR NOT.
Dear Arthur,
It appears you were RIGHT back in the old days. Funny how things work out. Looking forward to catching up with YOU and some of our other friends very soon.
Sincerely,
Stewart
P.S. How ARE your lovely children?

WASHINGTON D.C....

THE OFFICES OF SENATOR STEWART WARD OF NEW YORK.

I'M SORRY, MS. STRONG, BUT THE SENATOR IS OUT OF TOWN. CAN I TAKE A MESSAGE? IS THIS SENATOR KELLY BUSINESS?

NO... I MUST TALK TO STEWART...

IT'S EXTREMELY IMPORTANT.

DO YOU KNOW WHEN HE'LL BE BACK? WHERE HE IS?

I'M SORRY, MS. STRONG, BUT I AM NOT AT LIBERTY TO RELEASE THAT INFORMATION.

NOT EVEN TO ONE OF SENATOR KELLY'S ADVISORS.

I TOLD YOU THIS HAS *NOTHING* TO DO WITH KELLY!

THIS IS ABOUT ME AND STEWART!

WE... I...

I *HAVE* TO SPEAK TO HIM.

IT'S EXTREMELY URGENT.

PLEASE HAVE HIM CALL ME AS SOON AS POSSIBLE.

YES, MA'AM.

CLIK

YOU DID THIS TO ME, STEWART... I *KNOW* YOU DID...

...BUT *WHAT* DID YOU DO?

WHAT?!

A SHORT TIME LATER...

FRAKOOM

FRAKOOM FRAKOOM

THIS IS NOT WHAT I HAD IN MIND FOR THE AFTERNOON.

ARTHUR IS MAKING SOME SERIOUS GROUND, HEADING TOWARD HIS MEETING WITH WHOEVER.

MEANWHILE... I'M SIDELINED BY ANOTHER BUNCH OF HIGH-TECH SUPER TERRORISTS!

HOW DO I KEEP STUMBLING OVER THESE KINDS OF GUYS?

WHATEVER HAPPENED TO THE AVENGERS? CAPTAIN AMERICA? IRON MAN?

WHAT IS IT THIS GROUP WANTS...?

OH YEAH... THEY CALL THEMSELVES THE WPTV!

WORLD PEACE THROUGH VIOLENCE! -:HMPH!:-

AT LEAST YOU CAN'T CALL THEM HYPOCRITES LIKE SOME OTHER ORGANIZATIONS AROUND TODAY.

THESE GUYS TELL YOU RIGHT UP FRONT THAT THEY'RE CONTRADICTORY NUTS!

OKAY... THEY'VE GOT THE POLICE PINNED DOWN AND HAVE BLOWN UP WAY TOO MANY CARS, SO...

BRAKOOM

...IT'S TIME TO GET ALL SPIDERY ON THEM AND...

...LITERALLY *WRAP* THINGS UP!

THWIP

LOOK AT *THAT!* FIRST CAST AND I NAILED ME A BIG ONE! NOT EXACTLY WHAT I WAS AIMING FOR, BUT IT'LL DO.

JUST GOTTA REEL HIM IN SLOWLY AND --

-- OOPS!

SOMETIMES I FORGET MY OWN SPIDER-STRENGTH!

BUT THAT'S WHAT YOU GET FOR GOING ALL "I'M A SUPER-VILLAIN AND I'VE GOTTA BLOW EVERYTHING UP!"

SO MAYBE I'D BETTER END THIS ALL QUICK-LIKE.

KTASH

YEEOW!

THAT'S GOTTA HURT!

STEADY.

TAKE AIM.

AND...

...FIRE!

THWIP

THWIP

NOW *THIS* SHOULD DO IT!

OOPH!

MAYBE... I NEED TO... START EATING... A LITTLE MORE... PROTEIN!

HERE... WE... GO!

UH... OH!

SPLOOSH

ER... OFFICERS... YOU MIGHT WANT TO RADIO IN FOR SOME *TOWELS!*

NOW TO TRY AND CATCH UP WITH *ARTHUR!*

"WHO KNOWS HOW FAR HE'S GOTTEN BY NOW?"

THIS IS THE PLACE.

THIS IS WHERE I'M SUPPOSED TO MEET --

ARGH!

OOLPH! HOW THE --?

RANGER!

OKAY, ARTHUR... I'LL ADMIT IT, I GOT BORED WAITING AROUND AROUND FOR YOU AND LURED THESE LOW LIFES INTO THE ALLEY.

THEY THOUGHT THEY HAD AN EASY MARK.

GUESS THEY'LL THINK TWICE THE NEXT TIME.

YOU KNOW ME... I WAS NEVER THE GUY YOU WANTED ON SURVEILLANCE. DIDN'T HAVE THE PATIENCE FOR IT.

GIVE ME A SECOND HERE.

We first met him in Issue #1, vol.2 of Peter Parker -- Librarian Ralf.

IT HAS BEEN A LONG TIME, MY FRIEND.

WARD... YOU *KNOW* WHO HE IS... YOU KNOW WHAT HE'LL DO.

YOU KNOW I'VE BEEN TRYING TO GET HIM EVER SINCE I CONFIRMED HE *WAS* OUR OLD "*FRIEND.*"

I THOUGHT HE WAS DEAD.

WE *BOTH* DID. BUT HE'S NOT.

AND HE'S MORE DANGEROUS NOW THAN HE *EVER* WAS.

THE *PROJECT.* EVERYONE THOUGHT I WAS CRAZY FOR BEING SO WORRIED ABOUT IT, BUT IT'S HAPPENING.

AND NOW HE'S THREATENING MY *KIDS...* THREATENING US ALL.

SO IT'S UP TO US... AGAIN.

TAKE MY WORD FOR IT... IT'S HARD TO GET CLOSE TO HIM, THOUGH.

AND HE'S BEEN SMART ENOUGH TO KEEP GOING TO GUYS LIKE DR. OCTOPUS, THE WIZARD AND THE SANDMAN FOR HELP.

WHAT'S THIS?

A TRACER OF SOME SORT.

A SHORT TIME LATER AND SOME DISTANCE AWAY...

I CAN'T BELIEVE IT... THE SPIDER-TRACER SIGNAL JUST STOPPED.

I *HOPE* IT MEANS ARTHUR FOUND IT AND THAT SOMETHING DIDN'T HAPPEN TO HIM.

REGARDLESS, NOW I HAVE NO IDEA OF HOW TO FIND HIM. INSTEAD OF JUST WASTING ENERGY...

...I'M JUST GOING TO HAVE TO WAIT, AND REMEMBER ARTHUR'S A VERY CAPABLE MAN.

YOU'RE SLIPPING, ARTHUR. IN THE OLD DAYS YOU *NEVER* WOULD HAVE LET SOMETHING LIKE *THIS* GET BY YOU.

A SPIDER... HOW?

DON'T WORRY... I'LL TAKE CARE OF IT. I HAVE A FEELING IT MIGHT COME IN HANDY.

MEANWHILE...

...I'M *BEAT!*

I'VE BEEN FEELING THIS WAY A LOT LATELY. CAN HARDLY KEEP MY EYES OPEN.

I'M GETTING MORE SLEEP THAN USUAL, SO I DON'T KNOW WHAT IT IS.

GOTTA TRY AND SHAKE IT.

I JUST HAVE A FEELING I'M GOING TO HAVE TO BE ON THE TOP OF MY GAME IN WHATEVER GOES DOWN BETWEEN ARTHUR AND WARD. IT COULD BE BAD.

MAYBE I SHOULD JUST CONFRONT ARTHUR DIRECTLY.

6F

STOP PLAYING GAMES.

MAKE HIM TELL ME WHAT'S GOING -:YAWN:-... ON.

IN THE MORNING.

GOT TO GET SOME...

...SLEEP.

2:28

ZZZZZ

TWO AND A HALF HOURS LATER...

UNCLE BEN... NO!

4:42

IT WAS JUST A DREAM.

JUST A DREAM.

AND I DON'T FEEL ANY LESS TIRED THAN WHEN I WENT TO SLEEP.

BUT NOW THAT I'M AWAKE...

...I MIGHT AS WELL SEE WHAT'S HAPPENING IN THE CITY.

AHHH! THERE WE GO!

POLICE SIRENS! MUSIC TO MY EARS.

THEY MAY *HATE* ME AND CALL ME A COSTUMED VIGILANTE, BUT...

...SOMETIMES I SEE A NOTABLE EXPRESSION OF RELIEF ON THE FACES OF NEW YORK'S FINEST WHEN SPIDEY SHOWS UP ON THE SCENE.

OF COURSE, *THEN* THEY START SHOOTING AT ME AND TRY TO ARREST ME, BUT YOU CAN'T ASK FOR EVERYTHING!

SAINT PATRICK'S CATHEDRAL...

LEAVE ME ALONE!

I HAVE TO GET IN THE CHURCH!

HAVE TO TALK TO GOD!

I AM ALONE NOW... MY WIFE GONE... MY OTHER TORN FROM ME BY THAT CREATURE...

...I NEED *GUIDANCE!*

YOU NEED TO BE PUT AWAY FOR *LIFE,* BROCK!

AND *THAT* IS WHAT WE'RE GOING TO DO --

KRAK

EVEN WITHOUT MY OTHER, YOU'RE *NO* MATCH FOR MY STRENGTH!

UMMM... WHAT ABOUT *ME,* EDDIE?

YOU!

YOU TOOK HER FROM ME.

WHAT ARE YOU TALKING ABOUT?

YOU PROMISED ME THAT YOU'D LEAVE ME ALONE... LEAVE *US* ALONE TO HAVE A NORMAL LIFE TOGETHER.

BUT SHE WAS *AFRAID* OF YOU.

SO AFRAID THAT SHE... SHE... JUMPED OUT HER APARTMENT WINDOW.

In Amazing #19 -- Amazing Ralf.

YOUR WIFE, EDDIE?

ANN? SHE'S...

DEAD! AND IT'S ALL YOUR FAULT! I'LL DESTROY YOU FOR THIS! YOU ***KILLED*** HER! YOU ***MONSTER!***

KRAK

I'M SORRY, EDDIE.

I REALLY AM. MORE THAN YOU CAN EVER IMAGINE!

I --

ARRGH!

SUCH PAIN!

CUTTING THROUGH MY SKULL LIKE A KNIFE.

EYEBALLS FEEL LIKE THEY'RE GOING TO POP OUT OF THEIR SOCKETS.

WHAT *IS* THIS?

LIKE SOME SORT OF SIGNAL.
GOT TO GET TO IT.
STOP IT.
OW!
GLEN COVE EXPRESS
612
SOME TIME LATER...
IT'S COMING FROM HERE?
JILL AND ARTHUR'S HOUSE?
SOMEBODY BROKE IN THROUGH THE BACK DOOR... HARD.
MY SPIDER-TRACER! GIVING OFF FEEDBACK.
AHHH...
KRUNCH
SORRY ABOUT THAT, BUT I DIDN'T KNOW HOW ELSE TO GET YOUR ATTENTION AND RIGGING YOUR TRACER SEEMED LIKE THE MOST EXPEDITIOUS METHOD.
YOU'VE BEEN MAKING YOURSELF SCARCE AROUND HERE EVER SINCE --
EVER SINCE YOU TRIED TO KILL A UNITED STATES SENATOR?
YES.
LOOK AT THIS PLACE.
JILL AND PAUL LEFT JUST BEFORE WARD'S MEN ARRIVED. THANK HEAVENS THEY DISOBEYED MY ORDERS.
HE'S COMING FOR ME... AND HE'S GOING TO STRIKE AT ME THROUGH MY CHILDREN.
I NEED YOUR HELP IN KILLING ***SENATOR STEWART WARD*** BEFORE HE KILLS MY JILL AND PAUL.
BELIEVE ME...
...HE IS A ***VERY*** DANGEROUS MAN. THE MOST DANGEROUS WHO EVER LIVED!

AT THAT MOMENT...

COME NOW...

...IS BEING SEPARATED FROM BROCK *REALLY* SO PAINFUL?

THE MAN IS A BUFFOON. A SOCIOPATHIC THUG.

I FIND IT DIFFICULT TO BELIEVE THAT THE RELATIONSHIP YOU SHARED WITH HIM WAS TRULY *SYMBIOTIC.*

I, ON THE OTHER HAND AM A UNITED STATES SENATOR. I AM REVERED BY MANY.

MY NOD CAN CRUSH OR IMPEDE VITAL LEGISLATION. AND I LOVE THAT POWER. BUT THAT PALES BESIDE WHAT I WILL DO NOW!

YOU WILL LEARN AS MUCH FROM *ME* AS I HOPE TO LEARN FROM YOU.

IT IS THE UNIQUE UNION WHICH YOU SHARE WITH YOUR HOST WHICH IS OF PRIMARY INTEREST TO ME.

YOU SEE... I AM CURRENTLY SHARING MY BODY WITH AN ALIEN LIFE FORM.

NOT ONE NEARLY AS SOPHISTICATED AS YOUR OWN... MORE OF A *VIRUS* ACTUALLY.

BUT STILL, I THINK THERE ARE THINGS YOU CAN TEACH US.

SHALL WE BEGIN?

YES...

I THINK WE SHALL!

EEEEEEEEE

TO BE CONTINUED!

MARVEL COMICS

THE AMAZING SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

#23

WWW.MARVEL.COM

MACKIE
ROMITA JR
HANNA

THE HOME OF JILL AND ARTHUR STACY IN FOREST HILLS, QUEENS...

YOU HAVE TO HELP ME KILL HIM!

HE'S A UNITED STATES SENATOR!

HE'S MORE. MUCH, MUCH MORE.

I CAN'T BELIEVE I AM STILL HAVING THIS CONVERSATION WITH YOU, ARTHUR.

YOU'RE A PRIVATE INVESTIGATOR. I'VE KNOWN YOU AWHILE. YOU'RE A GOOD GUY.

REMEMBER ME... SPIDER-MAN... MISUNDERSTOOD HERO.

THAT'S HERO... CAPITAL H... ALSO ONE OF THE GOOD GUYS!

AND I DO NOT KILL PEOPLE!

EVER!

YOU JUST DON'T HAVE ANY IDEA AS TO HOW DANGEROUS STEWART WARD IS.

MAYBE I SHOULD TELL YOU EVERYTHING... MAKE YOU SEE HOW NECESSARY IT IS --

THAT WOULD BE A START. MAYBE... THOUGH I DOUBT IT... YOU COULD EXPLAIN TO ME HOW A MAN I HAVE COME TO RESPECT COULD SUDDENLY GO ALL PSYCHO AND TRY TO ASSASSINATE A UNITED STATES SENATOR?

BUT FIRST... COULD YOU TURN OFF THAT SPIDER-TRACER OF MINE YOU PLAYED AROUND WITH TO LURE ME HERE? IT'S GIVING ME A HEADACHE.

YOU CRUSHED IT. IT'S DEFINITELY OUT OF COMMISSION.

OH BOY!

SPIDER-SENSE ALERTING ME TO DANGER!

OKAY, ARTHUR, WE'VE GOT TO MOVE.

NOW!

WHAT ARE YOU DOING? WHAT'S GOING ON --?

TRUST ME, ARTHUR! THINGS ARE GOING TO GET BAD FAST!

At a demonstration on Radiation, high school student PETER PARKER was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power must also come Great Responsibility. S T A N L E E P R E S E N T S :

THE AMAZING SPIDER-MAN!

HOWARD MACKIE JOHN ROMITA Jr. SCOTT HANNA
story and art

GREGORY WRIGHT
colors

RS & COMICRAFT's TROY PETERI
letters

RALPH MACCHIO
editor

BOB HARRAS
chief

THE DISTINGUISHED GENTLEMAN FROM NEW YORK

PART TWO

HOW MANY TIMES?

THE PAST.

FIFTEEN YEARS AGO.

THE *MISSION'S* BEEN COMPROMISED.

WE WERE SO COCKY AND WALKED RIGHT INTO IT.

WE'D FORGOTTEN THAT *HYDRA* IS THE MOST DEADLY ESPIONAGE AND TERRORIST OUTFIT ON EARTH.

BETWEEN THE THREE OF US WE HAVE ENOUGH INFORMATION IN OUR HEADS TO BRING DOWN ITS ENTIRE EASTERN EUROPEAN OPERATIONS.

THE GOOD NEWS IS HYDRA APPARENTLY WANTS TO KEEP US ALIVE LONG ENOUGH TO EXTRACT THE INFORMATION.

THAT IS NOT GOING TO HAPPEN, *ART!*

THEN, *RANGER,* HOW ABOUT WE START BY STICKING TO ASSIGNED CODE-NAMES.

YES, SIR, *SEEKER!*

THE *HYDRA* DOG SOLDIERS HAVE GOT US SURROUNDED.

THIS *CAN'T* BE HAPPENING.

THEY SHOULD HAVE HAD NO WAY OF KNOWING THAT WE WERE INFILTRATING TONIGHT OR ANY OTHER NIGHT.

THE MISSION WAS SUPPOSED TO BE SO SECRET --!

SECRET?!

YOU RAN *INTELLIGENCE* ON THIS MISSION, *SENTRY!*

YOU'RE SUPPOSED TO BE SOME SORT OF HOT SHOT COMPUTER WHIZ, BUT I THINK YOU'RE JUST ANOTHER SPY WANNABE WHO COMPROMISED ALL OF OUR --

THAT'S ENOUGH, RANGER!

WE CAN *KILL* EACH OTHER, *OR* WE CAN *TRY* AND FINISH THE MISSION.

WHAT'S IT GOING TO BE?

FR-KOOM

FINE, ART... SEEKER... WHATEVER!

WE'LL DEAL WITH ONE ENEMY AT A TIME. KEEP GOING UNTIL WE FINISH THE MISSION.

BUT *YOU* KEEP A LEASH ON *HIM!*

AND *IF* I FIND OUT THAT HE TURNED US OVER TO HYDRA...

BOOM

...HE'S GOING TO *WISH* HE WAS WITH THAT LAST GROUP OF DOG SOLDIERS!

COME ON! I THINK I KNOW OF A SAFE PLACE FOR US TO KEEP LOW FOR A WHILE. BUT I'M WARNING YOU, SEEKER...

...KEEP AN EYE ON HIM.

THE PRESENT.

THE OFFICE OF SENATOR STEWART WARD.

MY, MY, MY... YOU *ARE* A COMPLEX LITTLE CREATURE, AREN'T YOU?

ALIEN SYMBIOTE...

...ONE HALF OF THE VILLAINOUS ENTITY KNOWN AS *VENOM.*

AND I MUST ADMIT THAT, IN THE BRIEF TIME WE HAVE SPENT TOGETHER, YOU HAVE TAUGHT ME SO MUCH ABOUT HOW TO SHARE MY BODY WITH *MY* OTHERS.

BUT... ALL GOOD THINGS MUST COME TO AN END.

GO!

SLINK OFF, FIND THAT DEGENERATE HOST *EDDIE BROCK,* IF YOU MUST.

THERE IS *NOTHING* EITHER OF YOU CAN DO TO HELP, NOR TO *HINDER,* ME FROM THIS POINT ON.

I AM FULLY CONFIDENT THAT I CAN REMAIN IN CONTROL OF THEM ALL.

TIME TO PUT IT TO THE TEST.

WART

BZZZZT

YES, SENATOR WARD? YOU SIGNALED. IS THERE A PROBLEM?

A MINOR PROBLEM, SPECIAL AGENT STANDERS. COULD YOU COME A LITTLE CLOSER?

COME NOW... A LITTLE CLOSER STILL.

I WON'T BITE.

BUT THAT'S ABOUT THE *ONLY* THING I'M *NOT* GOING TO DO!

THE PRESENT.

HEAD... RINGING... THE BLAST... MUST HAVE BLACKED OUT...

STILL DREAMING...

ARTHUR... NO! DON'T KILL HIM!

GWEN! WATCH OUT FOR THE GOBLIN!

CAN'T... SAVE THEM... HAVE GOT TO... POWER... RESPONSIBILITY...

HE'S *OUT* OF IT, ARTHUR. TOOK MOST OF THE BLAST FOR YOU.

YOU WANT TO BRING HIM WITH US?

NO... HE'S NO GOOD TO US IN THIS STATE. BUT HE'LL RECOVER FAST. I'VE SEEN WHAT HE CAN DO.

WE'VE GOT TO FIND MY KIDS... PAUL AND JILL... BEFORE WARD DOES.

THEN WE'LL GO AFTER WARD DIRECTLY.

ARTHUR... NO... YOU DON'T WANT TO DO THIS... DON'T WANT TO KILL HIM... YOU...

GONE.

AND I'M TOO WEAK TO FOLLOW.

L.I. EX MID-T TUNN

GOT TO GET OUT OF HERE BEFORE THE POLICE SHOW UP AND BLAME ME FOR IT ALL.

GOT TO GET SOME REST AND FIGURE OUT WHAT TO DO NEXT.

THE PAST.

I THINK WE'VE BOUGHT OURSELVES SOME TIME.

BUT I DON'T WANT TO WAIT AROUND TOO LONG.

HYDRA IS GOING TO HAVE THIS WHOLE COUNTRY CRAWLING WITH THEIR OPERATIVES ALL SEARCHING FOR US.

TEN MORE MINUTES AND WE'RE MOVING ON.

WHY ONLY *TEN* MINUTES?

WHY NOT DIG A DEEP ENOUGH HOLE THAT THEY *CAN'T* FIND US AND *THEN* FINISH THE MISSION?

WHAT DO YOU THINK, SEEKER?

Dear Jill,
I miss u very mu
and I want U you
come home
Love
Jill

I THINK IT'S THE RANGER'S CALL.

NOW SHUT UP... I DON'T WANT TO WASTE MY TEN MINUTES ON *YOU*.

CUTE KIDS.

THEY'RE MY *LIFE*. THEY MEAN MORE TO ME THAN *ANYTHING*... ANY OF *THIS!*

YOU'VE GOT TO BELIEVE ME, ARTHUR. MY INTELLIGENCE OPERATION WAS *PERFECT*.

I WOULD NEVER DO ANYTHING TO COMPROMISE THIS MISSION. YOU KNOW ME, ARTHUR...!

YOU AND I ARE ALIKE. NOT LIKE THAT SCIENCE FICTION FREAK... THE RANGER.

YEAH... I KNOW YOU. AND WE ARE *NOTHING* ALIKE.

LIKE THE RANGER SAID... YOU'RE A GLORY HOUND AND A POLITICIAN THROUGH AND THROUGH.

YOU'RE ALWAYS THINKING ABOUT WHAT'S GOING TO MAKE *YOU* LOOK GOOD... WHAT'S BEST FOR *YOUR* OWN *PERSONAL* ADVANCEMENT. IT'S ALL ABOUT YOU.

THEY'RE HERE.

IF WE'RE GOING TO FINISH THIS MISSION, IT'S GOING TO HAVE TO BE *NOW*.

I *KNOW* HOW HYDRA OPERATES.

I CAN GET US IN. I KNOW A BACK WAY INTO THE INSTALLATION THAT I'M SURE EVEN *THEY* DON'T KNOW ABOUT.

I CAN DO THIS... LET ME PROVE IT TO YOU BOTH.

LET ME PROVE TO YOU THAT I *AM* ON YOUR SIDE.

WE HAVE NO CHOICE, RANGER.

FINE. IT'S YOUR CALL, ART. BUT I'M TELLING YOU...

...HE BETRAYS US AND I WILL *KILL* HIM.

THE PRESENT.

MAN! I AM EXHAUSTED.

AND IT'S NOT JUST FROM GETTING CAUGHT IN AN EXPLOSION TONIGHT.

LATELY I FEEL LIKE I JUST CAN'T GET ENOUGH SLEEP.

I'M BARELY KEEPING MY EYES OPEN.

I WAKE UP MORE TIRED THAN WHEN I NODDED OFF.

AND THE DREAMS... MORE DARK AND DISTURBING THAN THEY'VE BEEN IN A LONG TIME... SO MANY OF THEM INVOLVE GWEN AND THE GOBLIN.

I GUESS... WITH WHAT HAPPENED TO MY WIFE, MJ... THE PLANE CRASH...

I GUESS I SHOULDN'T EXPECT TO JUST BOUNCE BACK.

WELL... I SMELL LIKE I JUST STOOD IN FRONT OF AN EXPLODING BUILDING SO...

...TIME TO HIT THE SHOWERS!

GOT TO ADMIT THAT I'M OUT OF PRACTICE WITH THIS WHOLE ROOMMATE THING.

RANDY'S A GREAT GUY, BUT HE'S *ALWAYS* AROUND!

AND I'M *NOT* LOOKING FORWARD TO THE DAY HE STUMBLES ON THE SPIDER-MAN DUDS AND I'VE GOT TO TRY AND EXPLAIN HOW IT'S JUST A BAD HALLOWEEN COSTUME.

OH, WELL...

ZZZZZZ

LATER, IN ANOTHER PART OF THE CITY...

...THE GREEN GOBLIN...

CLIK

BADOOM!!

...IS BACK!

HA HA HA HA HA HA

For more on the green fiend's return, see Spider-Man: Revenge of the Green Goblin limited series on sale now -- Quick-plug Ralf.

SOME TIME LATER...

GWEN...

NO!

JILL?

THAT'S IT! IF I FIND HER...

...I'LL FIND ARTHUR BEFORE HE CAN GET TO WARD.

YOU OKAY IN THERE, PETE?

THOUGHT I HEARD YOU SCREAM. AND WITH ALL THE WEIRD STUFF I'VE BEEN SEEING AROUND THE CITY...

KNOK KNOK

I'M OKAY, *RANDY.* JUST A NIGHTMARE. GOING BACK TO BED NOW.

WHATEVER YOU'VE GOT TO DO, BUT IT *IS* KINDA ON THE EARLY SIDE.

HEY, LISTEN... I'M MEETING JILL, GLORY AND A BUNCH OF OTHER PEOPLE BACK DOWN AT THE KIT KAT CLUB. YOU WANNA COME AND HANG?

"WHERE THE --?"

PETE?

PETE?

THE PAST.

I'LL HAND IT TO YOU, SENTRY, YOU GOT US IN.

NOW LET'S WRAP IT AND *BLOW* IT UP.

YOU WANT TO DESTROY *THIS*?

DO YOU HAVE *ANY* IDEA WHAT YOU'RE LOOKING AT?

NOPE! AND I CAN'T SAY I CARE.

HE'S RIGHT, SENTRY.

OUR MISSION WAS TO DESTROY THIS INSTALLATION AND MAKE SURE THAT NOTHING BEING DEVELOPED HERE SURVIVED.

HOW CAN YOU BE SO SMALL-MINDED?

THE HYDRA SCIENTISTS WORKING HERE WERE DEVELOPING A *BIO-PATHOGEN* DERIVED FROM AN *ALIEN* LIFE FORM.

DID YOU *HEAR* ME? AN *ALIEN!*

I CAN BREAK INTO THEIR SYSTEM. DO YOU HAVE *ANY* IDEA HOW VALUABLE A SAMPLE OF THIS IS?

THAT WAS NOT OUR MISSION. THIS IS A ROGUE FACTION OF HYDRA AND AIM. AND THIS THING WAS DEEMED TOO DANGEROUS EVEN BY HYDRA LEADER VON STRUCKER.

ALSO, IT'S NEVER BEEN CONFIRMED THAT *ANY* OF THIS IS AN ALIEN LIFE FORM.

YOU'RE EXTRAPOLATING, SENTRY.

SET THE CHARGES NOW.

CHARGES ARE ALL PLACED AND READY TO BE SET.

THERE HAS BEEN A CHANGE OF PLANS, GENTLEMEN.

CLIK

DON'T EVEN *THINK* ABOUT IT, SENTRY.

WHO ARE YOU WORKING FOR? WHICH SIDE?

YOU ARE SUCH A TRADITIONALIST, ARTHUR.

SIDES? THERE ARE NO SIDES.

PATRIOTISM. HONOR. DUTY. A FOOL'S LEXICON. *WINNING* IS ALL THAT MATTERS.

DYING IN THE SERVICE OF YOUR COUNTRY GETS YOU ONLY A FLAG-DRAPED COFFIN AND TAPS. THAT'S NOT ON MY AGENDA.

AND I WILL *NOT* BE HAMPERED BY THE LIKES OF *YOU*.

SOMEHOW THERE IS POETIC JUSTICE TO THIS, ARTHUR.

I REQUESTED THAT *YOU* BE ON THIS MISSION.

I FELT IT WAS TIME TO SETTLE ALL SCORES.

ARE YOU *STILL* GOING ON ABOUT *THAT?* IT'S ANCIENT HISTORY.

NOT TO ME.

GENTLEMEN, YOU ARE STARING AT AN ITEM WHICH WILL CHANGE THE COURSE OF HUMAN CIVILIZATION... AND IT'S *MINE*.

BY THE WAY, HERE IT IS.

A SINGLE VIAL IS ALL THAT I REQUIRE.

THAT'S ALL I NEED. ALL I'D BE ABLE TO TRANSPORT SAFELY.

TRANSPORT! THERE IS *NOTHING* SAFE IN TRANSPORTING THAT! THE SLIGHTEST MISTAKE AND --

I MAKE NO MISTAKES AND LEAVE *NO* WITNESSES.

IT'S A SHAME YOUR LITTLE GIRL WILL NEVER GET TO SEE HER DADDY AGAIN, ARTHUR --

PTOOM

KRAK

FWOOM

SENTRY'S BULLET MISSED YOU, BUT HIT THE REFRIGERANT IN THE CHAMBER CONTAINING THE VIRUS.

PULL IT TOGETHER, ART!

WE'VE GOT TO SET THE TIMERS AND DESTROY THIS PLACE BEFORE THE PATHOGEN ESCAPES.

AND WE'VE GOT TO STOP WARD. IF THAT VIAL HE'S CARRYING CRACKS...

WE'LL STOP HIM.

THE PRESENT.

RANDY SAID HE WAS MEETING JILL AND GLORY AT THE KIT KAT CLUB.

IF I CAN GET THERE BEFORE ARTHUR AND THIS RANGER GUY SHOW UP...

...AND *WHO* IS THIS RANGER GUY? OBVIOUSLY ARTHUR AND HE GO WAY BACK AND SHARE A COMMON HATRED FOR WARD.

WHY CAN'T I HAVE *NORMAL* FRIENDS?

FRIENDS WHO DON'T HAVE SECRET PASTS.

IS IT *ME?*

DO I ATTRACT THIS KIND OF STUFF, OR...

...DO I BRING IT ALL DOWN ON EVERYONE I GET CLOSE TO?

THE *LAST* THING I WANTED TO DO WAS GET JILL INVOLVED WITH ANY SORT OF SUPER-VILLAIN DANGER...

...NOT LIKE I DID HER COUSIN GWEN.

BIG APPLE

FACH

WOW! DIDJA SEE SPIDEY IN ACTION? HE JUST SHOT SOME STICKY STUFF DOWN ON THE GUY MAKIN' OFF WITH THE PURSE --

-- AND STOPPED 'IM COLD WITHOUT EVEN BREAKIN' A SWEAT! DUDE'S OKAY IN MY BOOK!

WHAT KIND OF *HERO* AM I?

THE PAST.

LEAVE IT TO *HYDRA* TO PUT A BIOCHEMICAL PLANT DIRECTLY BENEATH A TOWN FILLED WITH INNOCENT CIVILIANS.

THEY NEVER PUT A VALUE ON HUMAN LIVES...

...IT'S WHAT MAKES THEM THE *BAD GUYS*, RANGER.

AND THAT'S WHY WE'RE IN THE SPY BUSINESS -- TO STOP THEM!

WE'VE GOT A PROBLEM.

WE'RE BEING FOLLOWED.

YEAH, WELL...

...I'VE GOT *GOOD* NEWS.

WE'RE NOT GOING DOWN *ALONE!*

THERE'S *SENTRY!*

"HE'S MAKING SOME SORT OF EXCHANGE WITH THAT *BIG* GUY. CAN'T GET A GOOD LOOK AT HIS FACE, BUT..."

I CAN TAKE THEM BOTH OUT FROM HERE.

NO.

THE VIAL. WE CAN'T RISK EXPOSING THIS MASS OF PEOPLE TO ITS CONTENTS.

WE HAVE NO IDEA WHAT IT WILL DO.

WE'VE GOT TO TRY AND TAKE HIM OUT UP CLOSE.

DON'T EVEN *THINK* ABOUT MOVING, SENTRY!

THE PRESENT.

THERE THEY ARE.

JILL, GLORY AND RANDY.

THEY'RE ENTERING THE CLUB AND...

...THEY APPEAR TO BE THE BAD GUYS!

I WAS HOPING TO HANDLE THIS REAL QUIET LIKE, BUT...

...NOTHING I HOPE FOR EVER SEEMS TO COME TRUE!

WHAT ARE THESE GUYS ALL ABOUT?

THE PAST.

PLEASE... GIVE ME AN EXCUSE, SENTRY.

...

YOU HAVE NO IDEA WHAT YOU'RE UP AGAINST. HAVE NO IDEA OF THE OPPORTUNITIES WHICH WILL OPEN UP TO *US* IF YOU TWO JOIN ME.

OVER MY DEAD BODY.

THAT *TOO* CAN BE ARRANGED.

ALLOW ME TO INTRODUCE MY ASSOCIATE.

I'D TELL YOU HIS NAME, BUT IT APPEARS ONE NEEDS MORE THAN ONE TONGUE TO SAY IT.

HE IS THE LAST SURVIVING MEMBER OF AN *ALIEN* INVASION TEAM... THEY CALL THEMSELVES THE *Z'NOX*... THEIR UNIT WAS ABANDONED ON OUR PLANET A FEW YEARS BACK.

Remember them from X-Men #65 vol. 1 way back when? -- Ancient Ralf.

I PLAN ON HELPING HIM.

WITH JUST ONE OR TWO CAVEATS.

IT WAS FROM THE DNA OF ONE OF HIS FALLEN BRETHREN THAT HYDRA WAS ABLE TO CREATE THE PATHOGEN.

HE'D LIKE TO EXTRACT HIS OWN POUND OF FLESH FOR WHAT HAPPENED TO THE REST OF HIS TEAM... I BELIEVE HIS MATE WAS ON BOARD THEIR SHIP WHEN IT BLEW UP.

THE PRESENT.

WHOA! I DIDN'T REALIZE THEY WERE FILMING A *MOVIE* HERE TONIGHT!

I'M *HOPING* IT *IS* A MOVIE, RANDY!

ER... MS. STACY... JILL?

DO YOU THINK YOU COULD STOP SQUIRMING?

I'M ACTUALLY TRYING TO SAVE YOUR LIFE HERE!

GET YOUR HANDS OFF ME!

ARE YOU GOING TO SAVE MY LIFE LIKE YOU SAVED MY COUSIN GWEN WHEN THE GREEN GOBLIN TOOK HER TO THE TOP OF THAT BRIDGE?

SHE *DIED* UP THERE BECAUSE OF YOU!

I'LL TAKE MY CHANCES ON MY *OWN!*

THE PAST.

THIS CAN'T BE HAPPENING!

IT'S NOT POSSIBLE.

ALIENS?

GET OVER IT, ARTHUR!

THERE ARE STRANGER THINGS OUT THERE THAN YOU WOULD EVER IMAGINE!

BUT ALIENS?

THESE COULD BE MUTATED HUMANS FOR ALL WE KNOW. WHERE'S THE HARDCORE EVIDENCE, AS MY BROTHER GEORGE WOULD SAY.

KTOOM

KRAK

THE VIAL... IT...

...THE PATHOGEN... IT'S BORING INTO MY HAND... BURNING... CAN FEEL IT...

BKOOM

OMIGOD! THAT CLOUD... THE PATHOGEN... IT'S SPREADING OVER THE CROWD... THE SCREAMS... WHAT HAVE WE DONE?

IT WASN'T US, ART! NEITHER OF US CAME CLOSE TO HITTING THE VIAL.

I WATCHED. IT WAS THE CREATURE. HE BROKE IT. HE WANTED THIS TO HAPPEN!

WE'VE GOT TO GET CLEAR OF THE AREA BEFORE IT INFECTS US!

BUT THE PEOPLE...

I'M GOING TO RADIO OUR BOSSES AT S.H.I.E.L.D. WE'VE GOT TO QUARANTINE THIS AREA. DROP A BIOHAZARD SHIELD AROUND IT.

THEY'LL SAVE WHO THEY CAN.

AT LEAST SENTRY IS DEAD.

Strategic Hazard Intervention Espionage Logistics Directorate -- Ralf. James Ralf.

THE PRESENT.

THEY'RE LIKE SOME SORT OF ZOMBIES.

THEY JUST KEEP COMING AND COMING.

YOU KNOW IT WOULD BE A LOT EASIER FOR ALL OF US IF YOU'D JUST LET ME CARRY YOU UP TO THE --

NO! YOU'RE A REPULSIVE MONSTER WHO KILLED MY COUSIN! LET GO!

OKAY... FINE! BUT I CAN'T SWEAR THAT I CAN KEEP THESE THINGS AWAY FROM YOU FOR LONG.

FRZZZZZT

FRZZZZZT

DADDY!

EVERYTHING'S GOING TO BE FINE, HONEY.

THANK YOU, SPIDER-MAN.

BUT DO YOU NOW SEE WHAT WARD IS CAPABLE OF DOING?

DO YOU SEE WHY I HAVE TO DESTROY HIM?

TALK TO ME, ARTHUR!

WHAT IS GOING ON HERE?

YES, ARTHUR... WHY DON'T YOU TELL SPIDER-MAN ALL ABOUT IT?

TELL HIM ABOUT OUR SHARED HISTORY... ABOUT THE ALIEN PATHOGEN... ABOUT HOW *YOU* WERE RESPONSIBLE FOR INFECTING ME WITH IT.

BUT THERE ARE PARTS OF THE STORY YOU DON'T KNOW, RIGHT? LIKE HOW I LEARNED OF THE Z'NOX.

LIKE HOW I SURVIVED AND ESCAPED FROM S.H.I.E.L.D.

HOW THE PATHOGEN HAS BEEN LAYING DORMANT WITHIN MY BODY FOR ALL THESE YEARS, THOUGH YOU SURELY SUSPECTED.

WAITING.

WAITING FOR THE RETURN OF THE Z'NOX TO RELEASE IT UPON THE WORLD.

GUESS WHAT, ARTHUR.

THEY'RE HERE.

NEXT ISSUE:

PLAGUE!

(OUR MOMENTOUS MAXIMUM SECURITY CROSSOVER!)

MARVEL COMICS

MAXIMUM SECURITY

APPROVED BY THE COMICS CODE AUTHORITY

The AMAZING SPIDER-MAN

#24

WWW.MARVEL.COM

MACKIE
ROMITA JR
GREEN

STAN LEE PRESENTS:

THE AMAZING SPIDER-MAN!

I WANT YOU TO TAKE *JILL* TO SAFETY *NOW!*

THE RANGER AND I WILL HANDLE WARD AND THESE CREATURES... WHATEVER THEY ARE!

NO, *ARTHUR, YOU* TAKE YOUR DAUGHTER AND GET OUT OF HERE FAST.

I DON'T KNOW WHAT THESE THINGS ARE THAT WARD HAS BACKING HIM UP, OR WHAT IS GOING ON WITH HIM, BUT...

...THEY LOOK MORE *MY* SPEED!

GENTLEMEN!

THERE IS NO NEED TO QUARREL AMONGST YOURSELVES.

MY ALIEN FRIENDS, THE *Z'NOX,* AND I ARE GOING TO GET AROUND TO TAKING CARE OF YOU ALL.

THE REAL FUN IS JUST BEGINNING. FOR *YOU...* AND FOR THIS WORLD.

*THE WEB-SPINNER HAS KEPT TABS ON HIS FRIEND INVESTIGATOR **ARTHUR STACY,** WHO HAD SEARCHED FOR **SENATOR STEWART WARD** -- WITH THE INTENT TO **KILL** HIM, CLAIMING WARD WAS THE MOST DANGEROUS MAN ALIVE.*

*NOW, SPIDEY STANDS WITH STACY, HIS DAUGHTER **JILL** AND ARTHUR'S COMPANION, THE MYSTERIOUS **RANGER,** AS THE MUTATED FIGURE OF WARD APPEARS, FLANKED BY INHUMAN ENTITIES IN HIS SERVICE.*

THAT'S THE ROLLICKIN' RECAP. AND AWAAAAY WE GO...

DISTINGUISHED GENTLEMAN FROM NEW YORK

PART THREE

FAILURE IS NOT AN OPTION

mackieromitaelliottgreenwrightcomicraftmacchioquesada

IS *THIS* THE BEST YOU AND THE RANGER HAVE TO OFFER, ARTHUR?

I WOULD HAVE EXPECTED, WITH ALL THESE YEARS OF PREPARATION AND OBSESSION, YOU COULD HAVE COME UP WITH *SOMETHING* MORE EFFECTIVE.

TAKE *HIM*, MY FRIENDS.

LEAVE THE OTHERS... KILL THEM... INFECT THEM... I DON'T CARE. BUT ARTHUR COMES WITH US.

PLEASE, SPIDER-MAN! GET JILL OUT OF HERE *NOW!*

NO! DADDY! I WANT TO STAY WITH YOU --!

YOUR FATHER'S RIGHT. WE'VE GOT TO GET YOU OUT OF HERE QUICK.

I'LL HELP HIM AND --

ARRGH! BACK... BURNING!

UGPH!

CRAK

ARTHUR!

WOMP

COME ALONG, GENTLEMEN.

LET'S BEGIN IN EARNEST.

JILL, I'LL FIND HIM. I --

THIS IS *YOUR* FAULT!

YOU ARE *POISON* TO OUR FAMILY.

FIRST UNCLE GEORGE AND THEN MY COUSIN GWEN...

FWAK

LEAVE US ALONE.

JUST LEAVE US ALONE.

I'M SORRY. YOU'RE WRONG. I JUST WANTED TO --

-- I'LL FIND HIM.

YOU CAN'T GO UP AGAINST WARD AND THOSE THINGS ALONE.

YOU HAVE NO IDEA WHAT YOU'RE DEALING WITH. I *DO*.

AND *YOU* HAVE NO IDEA WHAT *I'M* DEALING WITH.

I'M *NOT* GOING TO LET A FRIEND DOWN... NOT AGAIN.

THWIP

THWIP

NOT A MEMBER OF THE STACY FAMILY. JILL CAN'T BE RIGHT.

GWEN WAS THE FIRST GREAT LOVE OF MY LIFE. AND MY GREATEST ENEMY, THE *GREEN GOBLIN,* KILLED HER.

I'VE *GOT* TO FIND ARTHUR.

I CAN'T ALLOW MYSELF TO POISON THE LIVES OF *EVERYONE* I COME IN CONTACT WITH.

SPIDER-SENSE IS GOING CRAZY.

THIS MUST BE THEM.

IT'S GOT TO BE --?

WHAT THE --?

THESE AREN'T THE CREATURES THAT WERE BACKING UP WARD! WHAT'S GOING ON HERE?

HAS THE WHOLE CITY TURNED INTO SOME FULL-SCALE FREAK SHOW?

Even our Mighty Marvel translator can't decrypt what the Badoon thugs are saying to our hapless hero. -- Hapless Ralf.

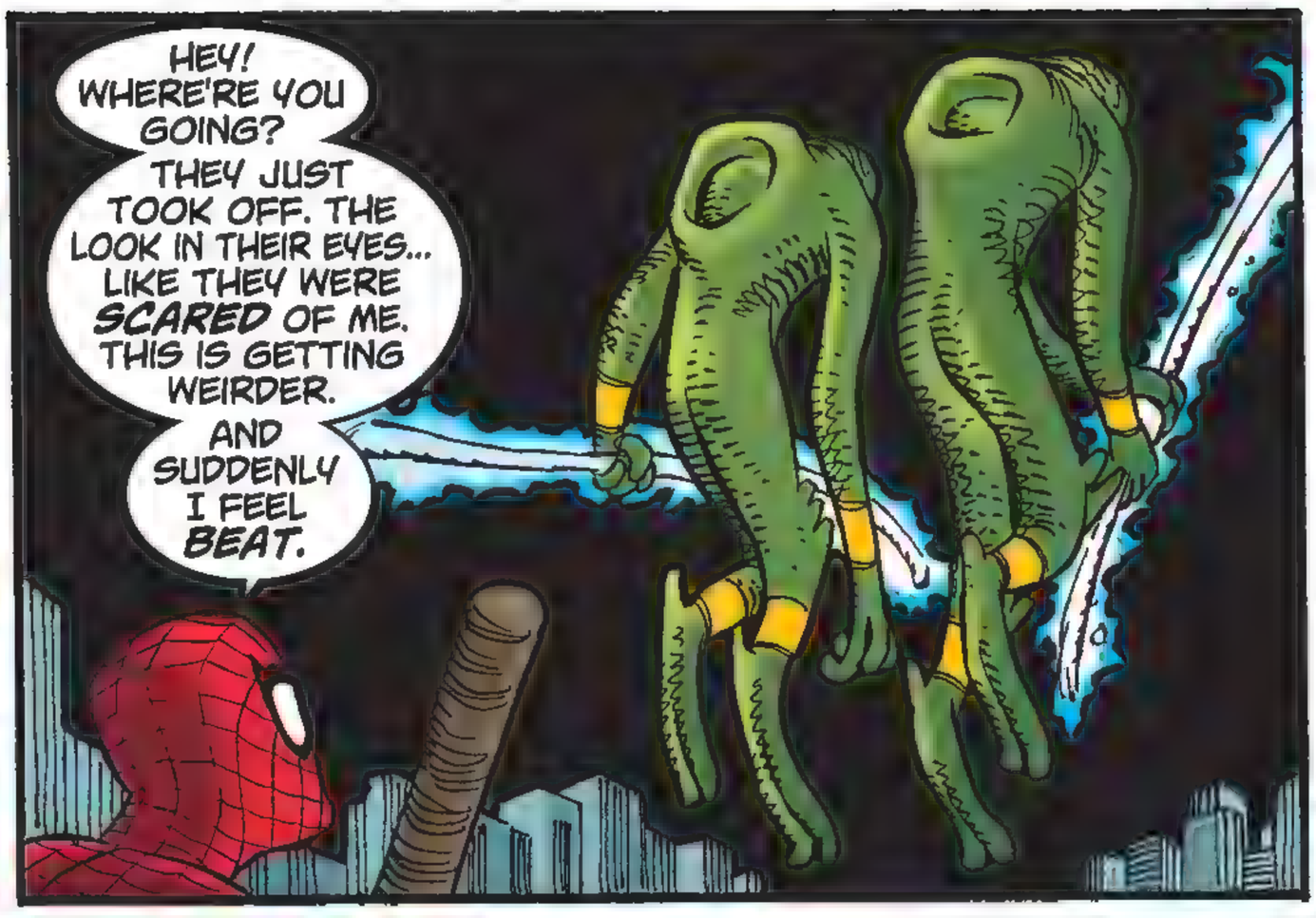
OKAY... SO YOU'RE NOT HERE TO *TALK!*

LET'S *DO* IT THEN!

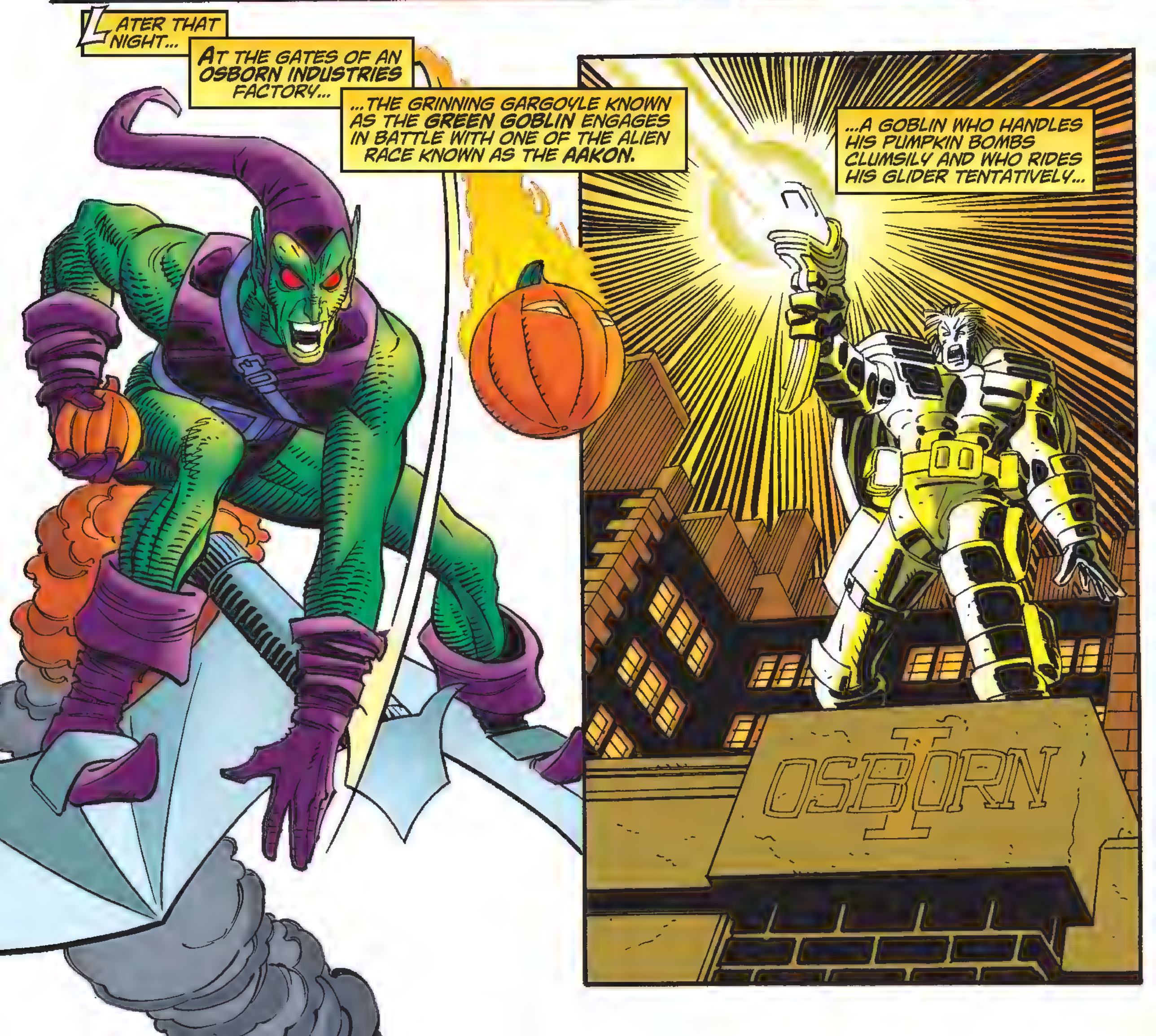
WELL...? COME ON!

WHAT ARE YOU WAITING FOR?

GYAH DRINK!
DRINK?-DRINK DRINK!


HEY! WHERE'RE YOU GOING?
THEY JUST TOOK OFF. THE LOOK IN THEIR EYES... LIKE THEY WERE SCARED OF ME. THIS IS GETTING WEIRDER.
AND SUDDENLY I FEEL BEAT.

I MEAN CAN'T -- MOVE -- MY -- ARMS EXHAUSTED.
EVEN IF I DID KNOW HOW TO FIND WARD AND ARTHUR... I WOULDN'T BE ABLE TO DO ANYTHING IN THIS STATE.
I'VE GOT TO REGROUP... GRAB A FEW MINUTES SHUT-EYE AND THEN FORMULATE A PLAN.


LATER THAT NIGHT...
AT THE GATES OF AN OSBORN INDUSTRIES FACTORY...
...THE GRINNING GARGOYLE KNOWN AS THE GREEN GOBLIN ENGAGES IN BATTLE WITH ONE OF THE ALIEN RACE KNOWN AS THE AAKON.
...A GOBLIN WHO HANDLES HIS PUMPKIN BOMBS CLUMSILY AND WHO RIDES HIS GLIDER TENTATIVELY...
OSBORN

...GOBLIN KNOCKED EASILY FROM HIS PERCH.

FROM WHERE HAS HE SUDDENLY APPEARED?

WHY HAS NEW YORK CITY SUDDENLY BECOME A STOMPING GROUND FOR ALIEN SUPER-CRIMINALS?

AND WHEN WILL SPIDER-MAN FINALLY BECOME AWARE OF THE GOBLIN'S RETURN?

For answers to all these questions check out the SPIDER-MAN: REVENGE of the GREEN GOBLIN limited series and MAXIMUM SECURITY#1 for all the gory details.-- Repulsive Ralf.

THE GREEN GOBLIN AND SOME SORT OF ALIEN-LOOKING DUDE? WHAT THE HECK IS GOING ON HERE?

MY BROTHER-IN-LAW'S A COP IN MIDTOWN AND SAYS THIS KINDA CRAZY STUFF IS HAPPENING ALL OVER THE PLACE. NO ONE KNOWS WHAT'S GOING DOWN!

YEAH? WELL, I DON'T CARE!

THESE COSTUMED MOOKS AREN'T MESSING WITH THE PLANT ON MY WATCH.

LET'S TAKE 'EM OUT AND --

FRZZATT

MY EYES! I CAN'T SEE! I --

HA HAHAHAHA!

HAHA HA!

LATER, IN THE DOWNTOWN APARTMENT PETER PARKER SHARES WITH RANDY ROBERTSON...

WHAT THE --?

HOW LONG HAVE I BEEN OUT?

I DON'T KNOW WHAT'S GOING ON WITH ME THESE DAYS. I FALL ASLEEP AND FEEL WORSE WHEN I WAKE UP.

I'VE GOTTA GRAB SOME FOOD AND GET ON TO FINDING WARD AND ARTHUR.

HEY, PETE! WELCOME TO THE LAND OF THE LIVING.

HEARD YOU GNASHING AND THRASHING IN THERE AND THOUGHT I WAS GOING TO HAVE TO THROW A BUCKET OF WATER ON YOU.

THANKS FOR RESISTING, *RANDY.*

HEY, *GLORY.*

HI, PETER. YOU SHOULD SEE THIS.

YEAH! THERE'S SOME WEIRD STUFF GOING DOWN AROUND THIS CITY TONIGHT.

IT'S A HALLOWEEN THING... I'M TELLING YOU!

A BUILDING ON THE WEST SIDE WAS *MELTED!*

AND PEOPLE HAVE REPORTED SEEING ALL SORTS OF BIZARRE CREATURES AROUND TOWN...

...SOME END-OF-THE-WORLD NUTS ARE CALLING IT AN *ALIEN INVASION.*

FEX NEWS CHANNEL

MANHATTAN 27TH ST

N AVE

OH, YEAH?

OOH! CALM DOWN, PETER. YOU SEE THIS KIND OF STUFF EVERY DAY... DON'T YOU?

YOU OKAY? YOU LOOK WIPED OUT.

YEAH... I KNOW... MAYBE RANDY'S BEEN KEEPING ME UP TOO LATE AT NIGHT WITH HIS NON-STOP PARTIES.

GUILTY AS CHARGED!

WELL, I'M GOING TO HEAD UP TO THE BUGLE. THE PLACE HAS GOT TO BE IN OVERDRIVE RIGHT NOW WITH ALL THESE CRAZY REPORTS.

I AM *WITH* YOU, LADY OF MINE.

I'VE ALWAYS WANTED TO SEE AN ALIEN UP CLOSE AND PERSONAL. READING ABOUT 'EM IN THE ENQUIRER JUST DOESN'T CUT IT.

PLUS... THINGS LIKE THIS MAKE YOU WANT TO BE NEAR FAMILY. I'LL CHECK IN WITH MY DAD. SEE YA, PETE!

YEAH... LATER.

MAN! MY BACK IS ITCHING LIKE CRAZY! MAYBE I'LL TAKE A SHOWER AND CHECK IN ON MY OWN FAMILY BEFORE I GO OUT LOOKING FOR WARD AGAIN.

COME *ON*, PETER... TIME TO GET INTO GEAR. BE THE HERO. SAVE SOME LIVES!

WHY AM I SO *LETHARGIC* THESE DAYS?

SHORTLY, AT HIS AUNT'S HOME IN FOREST HILLS...

ALL THIS *ALIEN* TALK IS A BUNCH OF HOOEY... IF YOU ASK ME!

JUST ANOTHER ONE OF THOSE PRANKS LIKE THE ONE ORSON WELLES DID ALL THOSE YEARS AGO ON HALLOWEEN. CAUSED QUITE A PANIC.

REALLY! WHAT PEOPLE WILL BELIEVE!

WHAT DO YOU THINK IT IS, PETER?

PETER?

MOM... DAD... UNCLE BEN... GWEN... HARRY... MARY JANE...

I'VE LOST SO MANY OF THEM.

IS IT ME?

WHAT'S THAT YOU HAVE THERE, DEAR?

JUST ONE OF MY OLD PHOTO ALBUMS.

I KNOW WHAT YOU'RE THINKING, PETER.

AND I WANT YOU TO STOP THAT RIGHT NOW. DO YOU UNDERSTAND ME? THINGS HAPPEN FOR A REASON. *WE* DO NOT DETERMINE WHY.

YES, MA'AM.

I --

SOMEONE, OR SOME *THING*, OUTSIDE THE WINDOW.

AUNT MAY...

...I'VE GOT TO USE THE BATHROOM.

YOU KNOW WHERE IT IS, YOUNG MAN. NO NEED TO STAND ON FORMALITIES WITH *ME*.

AND MAKE SURE YOU PUT THE SEAT BACK DOWN!

YES, MA'AM!

THIS'LL GIVE ME A CHANCE TO SNEAK OUT A WINDOW AND...

...GET BEHIND WHATEVER IS LURKING OUT THERE.

YOU? *THE RANGER?*

HOW DID YOU...?

FIND YOU... SPIDER-MAN? I KNOW THINGS YOU CAN BARELY CONCEIVE.

WE *ALL* HAVE OUR SECRETS, BUT YOURS IS SAFE WITH ME.

WHAT ARE YOU DOING HERE?

I THOUGHT YOU COULD USE HELP IN TRACKING STEWART WARD AND ARTHUR DOWN.

AND I THOUGHT YOU NEEDED TO KNOW SOMETHING.

YOUR SKIN... HAS IT BEEN ITCHY LATELY?

SO...?

YOU'VE BEEN INFECTED... WE *BOTH* HAVE.

WARD DID IT.

IT'S WHY HE DIDN'T BOTHER WITH US. THE DAMAGE HAD ALREADY BEEN DONE.

OUR DEATH WARRANTS SIGNED.

WHAT ARE YOU TALKING ABOUT? IT'S JUST A RASH. IT'S --

FAR MORE THAN THAT.

WE, AND EVERY SINGLE PERSON WE'VE COME IN CONTACT WITH SINCE WE FOUGHT WARD ARE DYING. INFECTED WITH AN ALIEN PATHOGEN.

THE INFECTION WILL SPREAD UNLESS WE CAN GET TO WARD AND CREATE AN ANTIDOTE.

YEARS AGO STACY, WARD AND I WERE COMMISSIONED BY THE GOVERNMENT TO RETRIEVE THE PATHOGEN WHEN IT FELL INTO THE HANDS OF AN INTERNATIONAL TERRORIST GROUP CALLED ***HYDRA.***

INTELLIGENCE INDICATED THAT THE PATHOGEN MAY'VE BEEN DERIVED FROM THE TISSUES OF DEAD ***EXTRATERRESTRIALS*** HYDRA DISCOVERED.

ARTHUR ***NEVER*** BELIEVED THE BIO-TOXIN WAS OF ALIEN ORIGIN. BUT WARD'S EYES EERILY LIT UP WHENEVER THERE WAS TALK OF THE ALIENS.

WARD PRETENDED TO BE ONBOARD FOR THE MISSION, BUT AS SOON AS WE'D REACHED THE PATHOGEN, HE STOLE A VIAL OF IT AND RAN. IN A GUNFIRE EXCHANGE, WE BELIEVED WARD WAS KILLED.

WE WERE WRONG.

MY AUNT...

...RANDY... GLORY...

ALL INFECTED BY YOU, BUT THEY PROBABLY WOULD HAVE GOTTEN IT SOONER OR LATER. IT APPEARS TO BE PART OF WARD'S PLAN.

I WANT TO HEAR IT ALL. FROM THE BEGINNING.

I WANT TO KNOW EVERYTHING ***YOU*** KNOW ABOUT WARD.

"FINE, BUT WE'VE GOT TO KEEP MOVING.

"IT'S NOT JUST ARTHUR'S LIFE AT RISK NOW."

DAILY BUGLE

"IT APPEARS THAT THE PATHOGEN IS AIRBORNE.

"RAPIDLY SPREADING FROM PERSON TO PERSON UNTIL, SOON...

"...THE ENTIRE WORLD WILL BE INFECTED.

"THE DEATH TOLL WILL BE INCREDIBLE. THE BLACK DEATH WILL PALE IN COMPARISON.

"ALL THESE YEARS TRACKING WARD DOWN, WATCHING HIS POLITICAL RISE, AND I NEVER IMAGINED THAT *THIS* WAS HIS PLAN.

"DIDN'T THINK *ANYONE*... NOT EVEN *HIM*... WOULD BE CAPABLE OF SUCH RUTHLESSNESS."

"BUT WHY? WHAT DOES HE STAND TO GAIN FROM THIS?"

"WHY? BECAUSE IT WILL GIVE HIM WHAT HE HAS ALWAYS CRAVED... *POWER.*

"I'M SURE HE HAS A CURE ALREADY IN HIS HANDS.

"AND, AS THE SOLE SOURCE OF SUCH AN ANTIGEN, NATIONS WILL HAVE TO BOW AND DO HIS BIDDING.

"ARTHUR AND I SHOULD HAVE *KILLED* HIM WHEN WE HAD THE CHANCE ALL THOSE YEARS AGO, ON OUR ESPIONAGE MISSION IN EUROPE.

"*YOU* SHOULD HAVE DONE IT WHEN ARTHUR ASKED YOU TO, SPIDER-MAN."

"IT'S THE ONLY THING THE MAN HAS EVER WANTED. THE ALIEN BEING WHO CONTACTED WARD CHOSE HIS SUBJECT WELL. WARD WOULD BETRAY EVEN THE HUMAN RACE FOR POWER.

PUSH

See Last Issue.
-- Recallin' Ralf.

"BUT I DIDN'T, RANGER, AND YOU'RE JUMPING AHEAD. I NEED TO HEAR IT ALL. FROM THE BEGINNING. NOW."

ONE HOUR LATER ON MANHATTAN'S EAST SIDE...

THE *UNITED NATIONS!*

WARD AND HIS ALIEN Z'NOX FRIENDS HAVE THEIR BASE OF OPERATIONS LOCATED IN A SUB-BASEMENT DIRECTLY ACROSS THE STREET FROM IT.

FROM WHAT BETTER PLACE TO SHOW THE WORLD THE MIGHT HE WIELDS THAN HERE?

BUT IF WARD WAS INFECTED BY THIS PATHOGEN ALL THOSE YEARS AGO... HOW COME HE DIDN'T DIE?

AND, IF S.H.I.E.L.D.* HAD HIM IN QUARANTINE, HOW DID HE ESCAPE?

THE MAN YOU KNOW AS STEWART WARD WAS A TRAINED GOVERNMENT AGENT. S.H.I.E.L.D. UNDERESTIMATED HIM. THAT'S NOT EVEN HIS REAL NAME.

AND THE REMAINING Z'NOX SAW TO HIS SURVIVAL... BELIEVING THE PATHOGEN WAS ACTUALLY SAFER IN WARD'S BODY.

* Strategic Hazard Intervention Espionage Logistics Directorate, the world's premier spy agency -- R.A.L.F.

THE PATHOGEN WAS ORIGINALLY DEVELOPED BY THE Z'NOX AS A FAILSAFE DEVICE TO DESTROY THE EARTH IF THEIR INITIAL INVASION FAILED. HYDRA MERELY MODIFIED IT.

WHAT NO ONE KNEW WAS THAT ***ONE*** OF THE Z'NOX HAD SURVIVED THE EXPLOSION OF THEIR SHIP AFTER THE X-MEN THWARTED THEIR ATTEMPTED INVASION OF EARTH.*

WARD WAS CONTACTED BY THAT Z'NOX AND OFFERED THE ONLY THING THAT EVER APPEALED TO HIM... ***POWER!*** MILLIONS... BILLIONS OF LIVES MEANT NOTHING TO HIM... AS LONG AS HE WAS GIVEN THAT GIFT.

* Way back in X-MEN #65, Vol. 1-- Ralf-thuselah.

THAT WORKED TO THE ADVANTAGE OF THE Z'NOX AS WELL.

BUT WHAT DOES HE WANT WITH ARTHUR?

WARD BELIEVES ARTHUR'S GUNSHOT BROKE THE VIAL AND INFECTED HIM. BUT THE Z'NOX DID IT. IT WANTED A HOST FOR THE BIO-TOXIN.

EVERYTHING WARD HAS DONE LATELY... HIS CONTACTING DOCTOR OCTOPUS, THE WIZARD... IT WAS ALL IN AN EFFORT TO FIND A WAY TO GET THE PATHOGEN OUT OF HIS BODY AND INTO SOME OTHER CARRYING HOST. AND THE Z'NOX DIDN'T OBJECT AS LONG AS WARD REMAINED LOYAL.

I BELIEVE THE ARRIVAL OF THE ***SECOND*** Z'NOX -- AS PART OF WHATEVER CRAZINESS IS HAPPENING TODAY -- PROVIDED WARD WITH THE MEANS TO THAT END.

AND WHAT BETTER HOST COULD WARD IMAGINE THAN THE MAN HE HAS BLAMED FOR HIS PREDICAMENT ALL ALONG... ARTHUR STACY.

PLUS... I THINK THERE'S SOMETHING MORE... SOMETHING PERSONAL BETWEEN THEM. ARTHUR NEVER TOLD ME.

IT REALLY DOESN'T MATTER BECAUSE WE'VE GOT TO STOP HIM.

YOU HAVE AN UNCANNY KNACK FOR STATING THE OBVIOUS, SPIDER-MAN.

THANKS. I WORK AT IT.

LOOKS LIKE WE'RE HERE. READY... SET... GO --!

ARTHUR!

RANGER, BACK ME UP.

I'M GETTING HIM OUT OF THERE!

NO, SPIDER-MAN... FREEING ME IS THE *LEAST* IMPORTANT THING RIGHT NOW.

YOU'VE GOT TO FIND WARD AND GET THE ANTIDOTE... OR WE ARE *ALL* GOING TO DIE, ANYWAY.

YEAH... RIGHT, ARTHUR. I WILL... *AFTER* I GET YOU LOOSE FROM THIS STUFF.

OOLPH! THIS STUFF IS LIKE STEEL! RANGER, I'M GOING TO NEED A HAND UP HERE!

ARTHUR *IS* SPEAKING THE TRUTH, SPIDER-MAN. WE *ARE* ALL GOING TO DIE.

FREE HIM... DON'T FREE HIM... HIS FATE REMAINS THE SAME.

EXCELLENT. NICE TO SEE THAT WE ARE ALL REASONABLE MEN... SO TO SPEAK.

YOU'RE *NOT* GOING TO GET AWAY WITH THIS, WARD.

BUT I ALREADY HAVE.

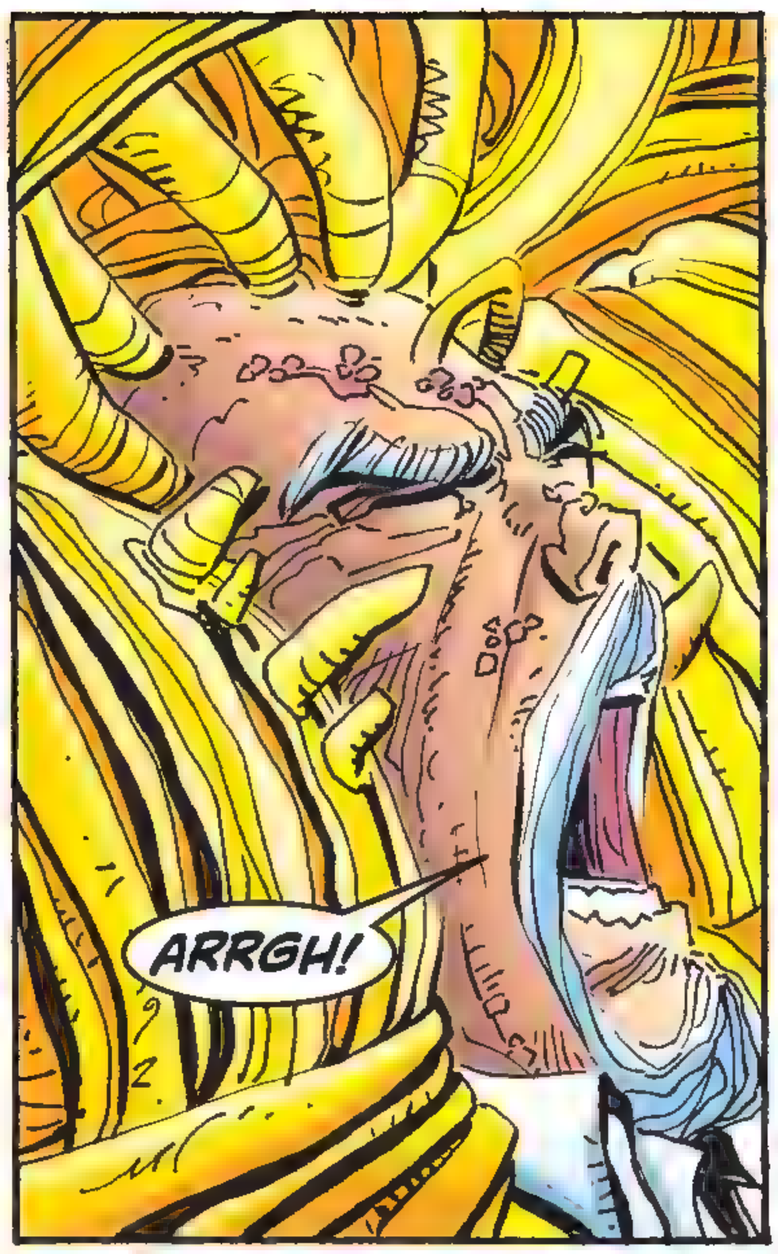
MY Z'NOX ALLIES HAVE PROVIDED THE NECESSARY KEY TO *UNLEASH* THE PATHOGEN WHICH HAS BEEN TRAPPED IN MY BODY FOR SO LONG.

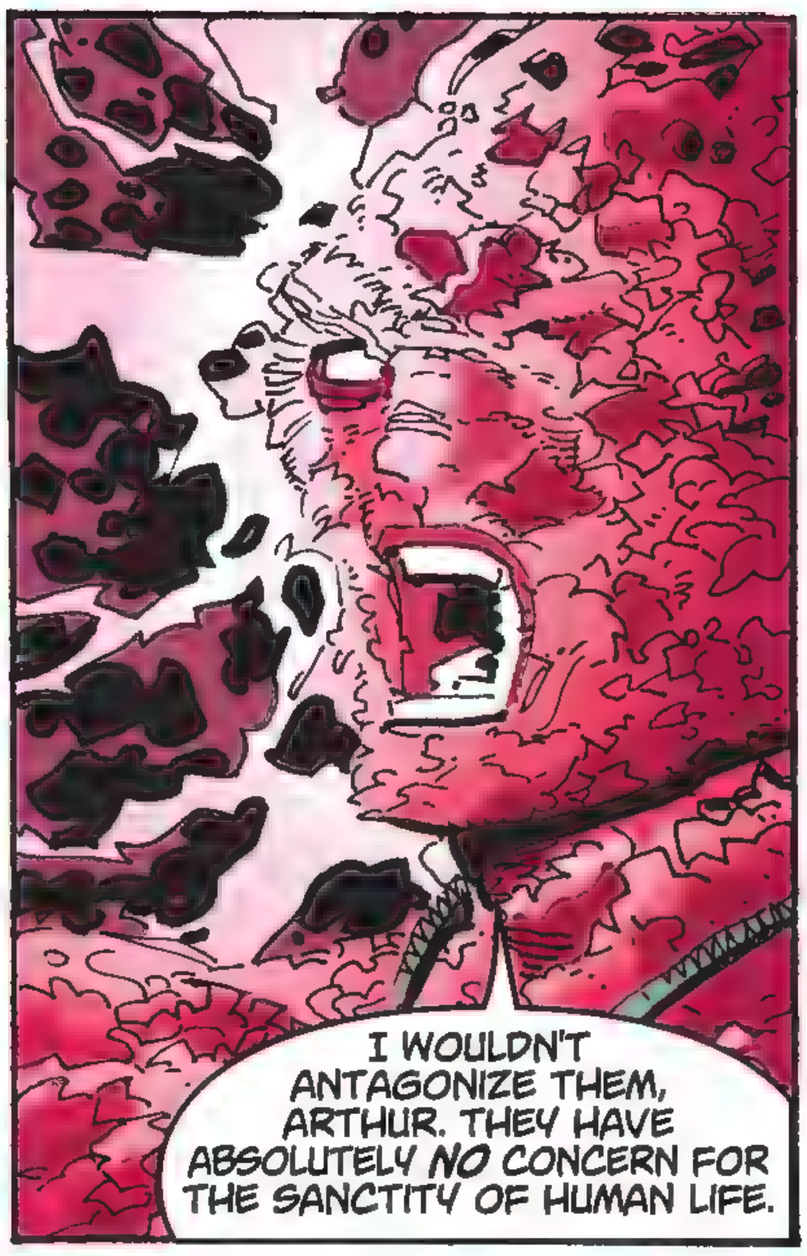
AND SALVATION CAME WHEN AN ALIEN COMMISSION IMPRISONED TWO Z'NOX SCIENTISTS ON THIS PLANET ALONG WITH A HORDE OF OTHER ALIEN CRIMINALS.

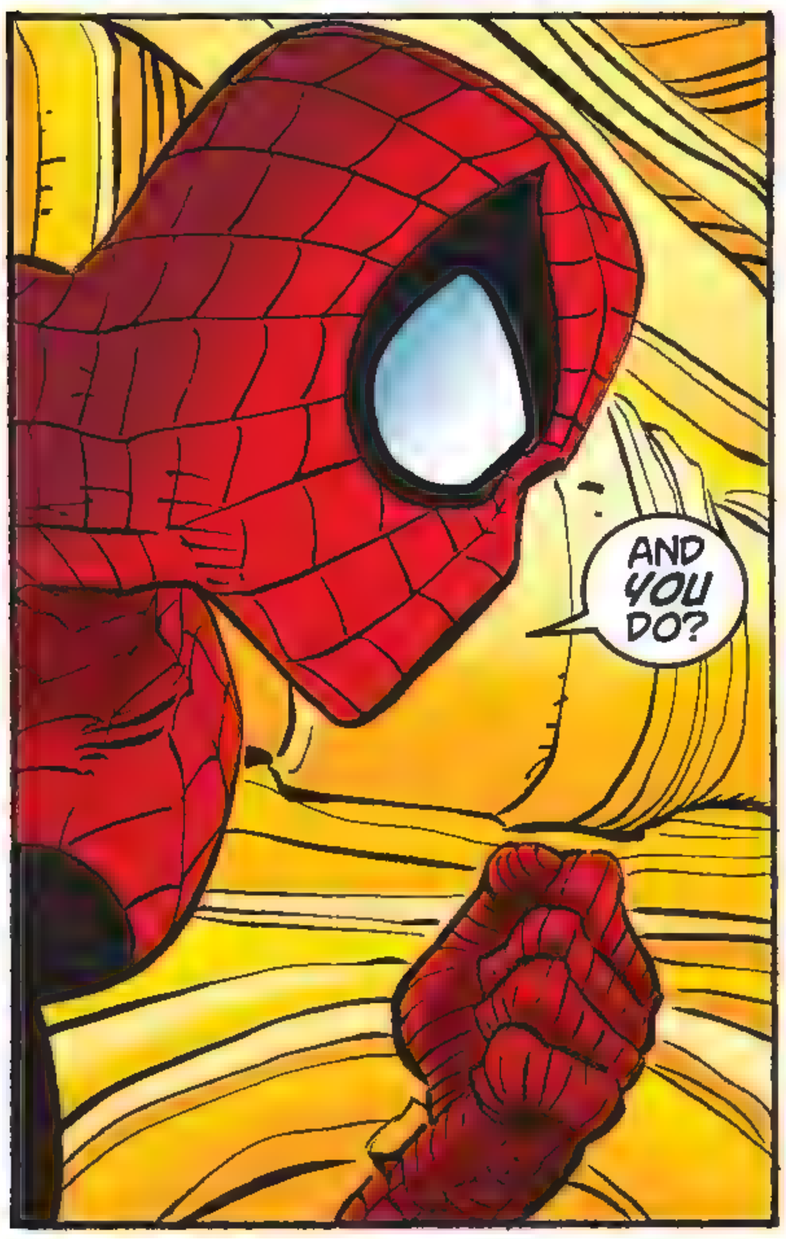
NOT MUCH OF A POLITICIAN, ARE YOU, WARD? NOT VERY PERSUASIVE IF YOU COULDN'T EVEN ENLIST THE AID OF CRIMINALS AND MADMEN IN THIS SCHEME OF YOURS!

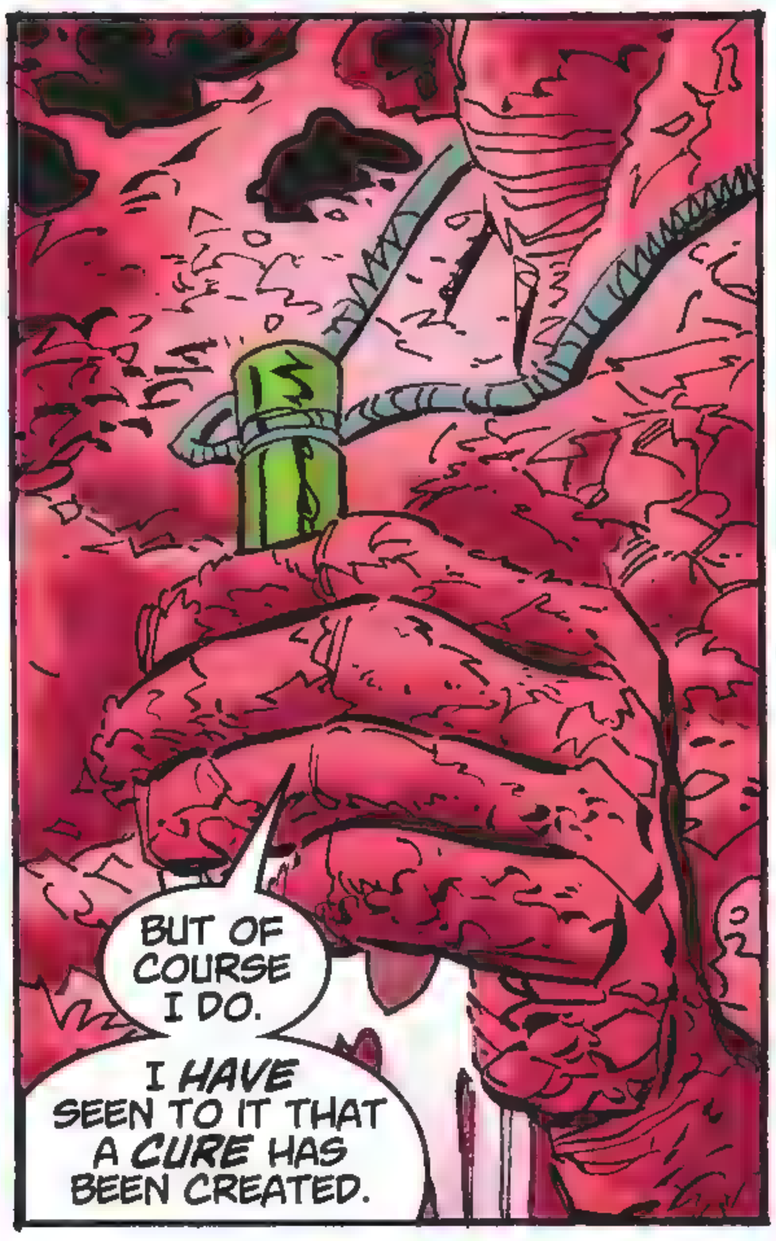
AND I DOUBT SINCERELY WHETHER THESE CREATURES WITH YOU ARE ACTUALLY ALIENS. MORE THAN LIKELY THEY'RE MUTATED HUMANS BRED BY HYDRA.

[illegible]


ARRGH!

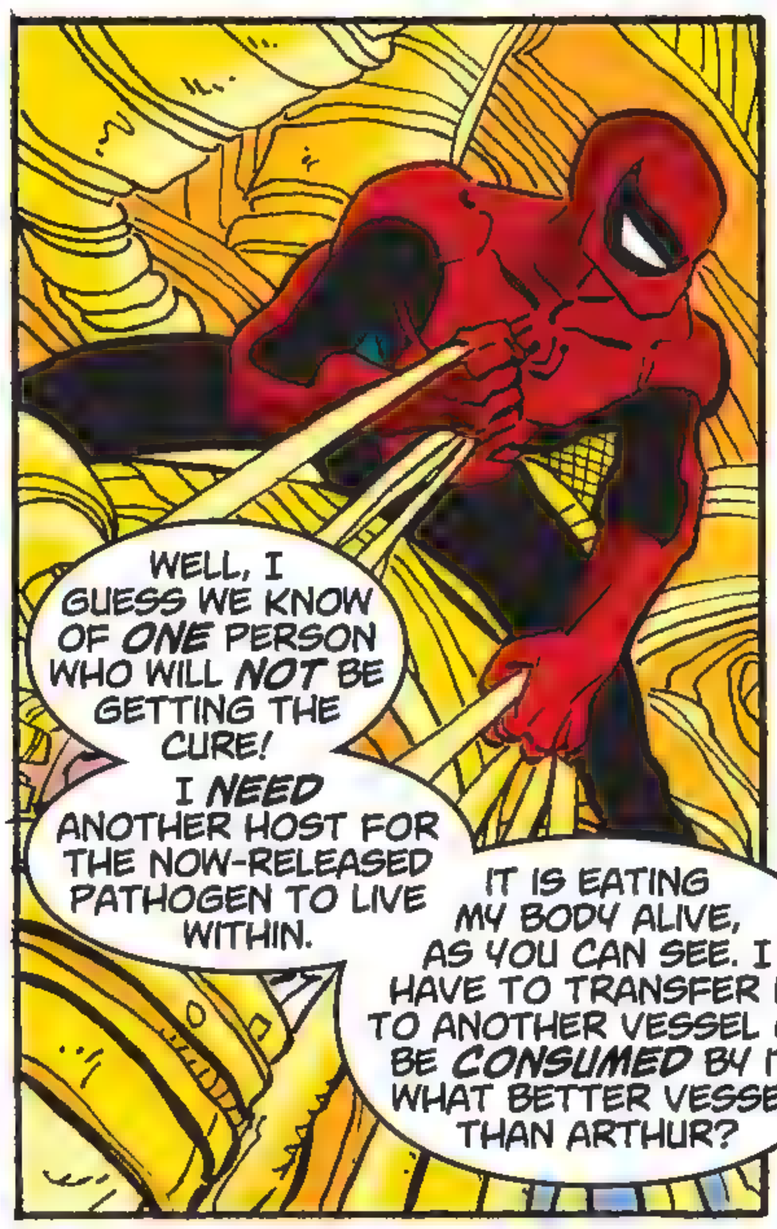

I WOULDN'T ANTAGONIZE THEM, ARTHUR. THEY HAVE ABSOLUTELY NO CONCERN FOR THE SANCTITY OF HUMAN LIFE.

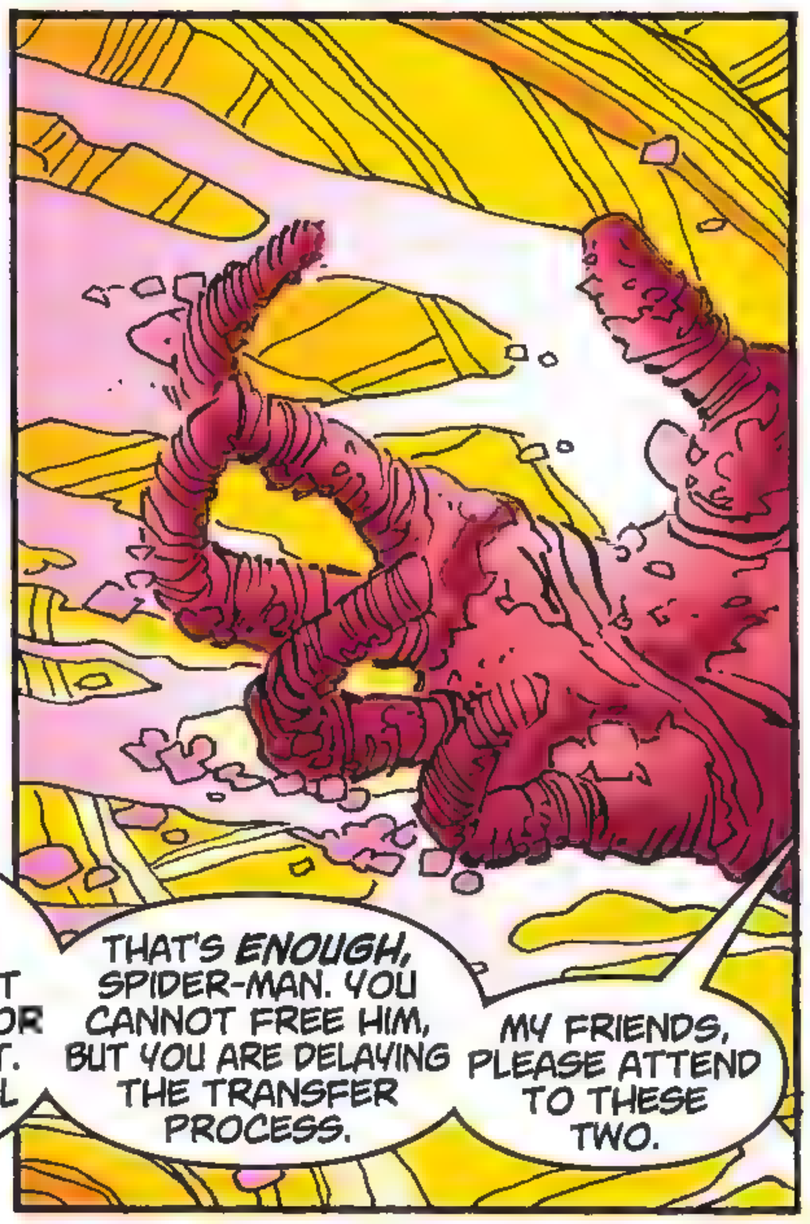

AND YOU DO?


BUT OF COURSE I DO.
I HAVE SEEN TO IT THAT A CURE HAS BEEN CREATED.

BUT IT COMES WITH A PRICE, RIGHT?
OF COURSE.

WARD... THIS IS INSANE... EVEN FOR YOU! WHY DO YOU NEED ARTHUR?


WELL, I GUESS WE KNOW OF ONE PERSON WHO WILL NOT BE GETTING THE CURE!
I NEED ANOTHER HOST FOR THE NOW-RELEASED PATHOGEN TO LIVE WITHIN.
IT IS EATING MY BODY ALIVE, AS YOU CAN SEE. I HAVE TO TRANSFER IT TO ANOTHER VESSEL OR BE CONSUMED BY IT. WHAT BETTER VESSEL THAN ARTHUR?


THAT'S ENOUGH, SPIDER-MAN. YOU CANNOT FREE HIM, BUT YOU ARE DELAYING THE TRANSFER PROCESS.
MY FRIENDS, PLEASE ATTEND TO THESE TWO.

IT'S ALMOST OVER NOW, ARTHUR.

THIS MACHINE YOU ARE CONNECTED TO IS FILLED WITH A PURE FORM OF THE PATHOGEN.

MY ALIEN COMRADES HAVE INFORMED ME THAT ONCE I PUMP YOUR BODY FULL OF IT, THE PATHOGEN IN *MY* BODY WILL BE DRAWN TO IT LIKE A MOTH TO A FLAME.

PERHAPS, NOW THAT THE RANGER AND SPIDER-MAN ARE HERE, I WILL AVAIL MYSELF OF *THEM* AS WELL.

ALL THREE OF YOU WILL THEN BECOME WALKING PATHOGENIC BOMBS.

THE Z'NOX WILL DEPOSIT YOU ALL IN THE MIDST OF TOMORROW'S UNITED NATIONS SECURITY COUNCIL MEETING AND...

...*THEN* THE REAL FUN BEGINS.

YOU TRULY *ARE* PATHETIC, WARD.

ALL THOSE YEARS ON THE RUN, HIDING YOUR SECRET, PLANNING AND PLOTTING...

...AND IT COMES DOWN TO SOMEONE ELSE ARRIVING AND GIVING YOU THE ANSWER... SOMEONE ELSE HAS TO *GIVE* YOU THE POWER! THAT'S THE WAY IT'S *ALWAYS* BEEN.

IT ONLY MATTERS THAT I *HAVE* IT, ARTHUR.

JUST LIKE YOU, WARD. YOU COULD *NEVER* DO ANYTHING ON YOUR OWN. I ALWAYS COVERED FOR YOU ON *EVERY* MISSION. *ON* THE FIELD AND *OFF!*

EVEN *JEAN* KNEW IT.

IT'S WHY YOU COULD NEVER WIN HER OVER NO MATTER *HOW* HARD YOU TRIED.

DON'T.

WAIT A MINUTE! *THAT'S* WHAT THIS IS ALL ABOUT... ISN'T IT?

YOU'RE STILL MAD THAT JEAN MARRIED *ME* AND NOT YOU! HA HA HA!

YOU ARE EVEN MORE *PATHETIC* THAN I THOUGHT!

THAT'S IT, ARTHUR, KEEP HIM TALKING.

DISTRACT HIM.

MAKE HIM *MAD!*

SHE *SHOULD* HAVE BEEN MINE!

RANGER! THESE THINGS *CAN* BE HURT! THIS ONE'S GOING DOWN FROM THE CHARGE!

JUST *HOLD* ON! I'LL BE THERE!

YOUR *CHILDREN* SHOULD HAVE BEEN MINE!

YOU *POISONED* JEAN'S MIND AGAINST ME! I WAS TWICE THE MAN YOU *EVER* WERE!

YES, STEWART, LOOK AT THE MAN YOU TURNED OUT TO BE.

I'M SURE JEAN WOULD HAVE BEEN *SO* IMPRESSED.

GO AHEAD, STEWART, DO IT.

ONCE AGAIN YOU NEED *ME* TO FINISH WHAT *YOU* CAN'T! WHAT *YOU* AREN'T MAN ENOUGH TO DO!

YOU THINK I *NEED* YOU? I *NEVER* NEEDED YOU, ARTHUR! *NEVER!*

SPIDER-MAN, WHAT IS ARTHUR DOING?

BUYING US TIME TO FINISH UP WITH *THESE* THINGS.

NOW LET'S HURRY UP AND GET HIM *OUT* OF THERE!

STEWART, TELL ME SOMETHING *BEFORE* YOU KILL ME?

WHAT WOULD HAPPEN IF *YOU* WERE PUMPED FULL OF THE *PURE* VERSION OF THE PATHOGEN?

I DON'T KNOW.

THEN...

...WHY DON'T WE FIND OUT TOGETHER?

NO!

WHAT HAVE YOU *DONE?* WHAT HAVE YOU DOOONE?!

I... I... FEEL -- STRANGE.

AS OPPOSED TO BEFORE?

SPIDER-MAN, WE'VE GOT TO HURRY.

I HAVE NO IDEA WHAT IS GOING TO HAPPEN TO WARD, BUT...

...HE *IS* CARRYING THE ONLY KNOWN ANTIDOTE TO THIS PATHOGEN WHICH IS ALREADY SPREADING LIKE WILDFIRE AROUND THE CITY.

THAT'S RIGHT, ARTHUR!

I DO HAVE THE CURE!

AND WITHOUT IT THIS ENTIRE PLANET CAN ROT!

BUT FIRST I WILL HAVE THE SATISFACTION OF...

...KILLING YOU!

WE HAVE TO GET TO THAT VIAL.

ALL OF THE PATHOGEN IS CONTAINED IN HIS BODY. IF THE ANTIDOTE WORKS... AND WE CAN INJECT IT *DIRECTLY* INTO WARD'S BLOODSTREAM...

FWAM

OKAY, ARTHUR, BIG UGLY MONSTER GUYS AND SAVING THE WORLD ARE MY BAILIWICK.

DID I FIT BAILIWICK INTO A CONVERSATION?

COOL!

OOH BOY!

THIS IS *NOT* GOING TO BE PRETTY!

GOT IT, BUT...

I COULD USE A *HAND* HERE!

I'M *HERE*, SPIDER-MAN!

BUT YOU'RE ONLY GOING TO GET ONE CHANCE!

WHAT ARTHUR HAS IN MIND *SHOULD* WORK, BUT *ONLY* IF YOU CAN GET IT DIRECTLY INTO A MAJOR ARTERY.

IT SHOULD TURN WARD INTO A SUPER-CHARGED ANTIBODY MANUFACTURING MECHANISM AND --

YEAH, YEAH... AND SAVE THE WORLD.

NOW BE QUIET! I'M TRYING TO CONCENTRATE.

TELLING ME TO LOCATE A MAJOR ARTERY IS *EASY*...

...FINDING ONE ON THE OTHER HAND...

THERE!

SPLOOSH

YUCK!

NO!

WHAT HAVE YOU DONE TO ME? I WILL KILL YOU ALL! TAKE YOU ALL OUT WITH ME!

GET ARTHUR OUT OF HERE... *NOW!*

I TOLD WARD YEARS AGO THAT IF HE *BETRAYED* US -- ONE DAY I WOULD *KILL* HIM!

BUT...

COME. IT'S TOO LATE TO SAVE *EITHER* OF THEM!

THE RANGER HAS LIVED THE BETTER PART OF HIS LIFE TRACKING WARD DOWN.

THERE IS NO WAY HE WOULD LEAVE WITHOUT SEEING THIS THROUGH TO THE END. THAT'S THE KIND OF MAN HE IS.

NOW *RUN*, SON, BECAUSE IT'S GOING TO...

SPLASH

"THE MIST! THE *ANTIDOTE* CONTAINED IN WARD'S BODY!

"IT'S SEEPING UP THROUGH THE GROUND, SPIDER-MAN... WAFTING THROUGH THE AIR."

THEN I GUESS WE'RE --

YES! WE'RE SAVED. THAT MIST WILL SPREAD -- PENETRATE EVERY CORNER OF THE CITY AND SURROUNDING AREA... *CURING* EVERYONE IT TOUCHES OF THE BIO-TOXIN INFECTION.

AND AFTER THIS ORDEAL, THAT'S ALL THAT REMAINS OF THE ONCE-SENATOR... A SLOWLY DRIFTING FOG.

"WEB-SPINNER, THE WORLD WAS JUST SPARED A CATASTROPHE IT WAS BLISSFULLY UNAWARE OF. AND ALL BECAUSE OF THE INSANE AMBITIONS OF ONE MAN...

"...A MAN I ONCE WORKED WITH -- WHO I TRUSTED TO WATCH MY BACK -- BUT WHO SECRETLY SOUGHT THE GREATEST POWER IMAGINABLE.

"AND FOR A FEW SECONDS, STEWART WARD HELD THE FATE OF HUMANITY IN HIS CORRUPT HANDS. MY WORST *NIGHTMARE* WAS REALIZED. IMAGINE.

AND THE MOST IRONIC THING... THIS MAN WHOSE LIFE BECAME MY OBSESSION -- WHOSE LIFE I SOUGHT TO TAKE...

...YOU KNOW, I NEVER EVEN KNEW HIS REAL NAME.

END

MARVEL COMICS

SPIDER-MAN

REVENGE OF THE GREEN GOBLIN

#1

ONE OF THREE

STERN
FRENZ
OLLIFFE

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LEE WEEKS 2000

Spider-Man: Revenge of the Green Goblin #1 Dynamic Forces variant cover

NORMAN OSBORN WAS A BILLIONAIRE INDUSTRIALIST WHO CRAVED A SEPARATE EMPIRE--A CRIMINAL EMPIRE HE COULD RULE IN A GROTESQUE COSTUMED IDENTITY. THROUGH THE YEARS SPIDER-MAN HAS PROVEN TO BE A RELENTLESS NEMESIS IN THE WAY OF OSBORN'S AMBITIONS. STAN LEE PRESENTS:

GREEN GOBLIN

MADNESS TAKES ITS TOLL!

I still don't want to believe the *truth.*

When I close my eyes, I still see myself laughing off *Spider-Man's* strongest blows...see myself *hurtling him* through the glass wall of my corporate headquarters!

But every bit of evidence proves that just the *opposite* happened...

Roger Stern - Writer *Ron Frenz* - Penciler
Pat Olliffe - Inker *George Roderick Jr.* - Ink assist *Dave Sharpe* - Letters
Matt Hicks - Colorist *Ralph Macchio* - Editor *Bob Harras* - Chief

I clearly recall the rush of the wind...

...and my *jet-glider* automatically breaking my fall.

YOU'RE NOT GETTING AWAY FROM ME, NORMAN! *NOT THIS TIME!*

I *think* that's what he said. It didn't register at the time.

I was *raving* by then, thinking that I was winning...

I WANT TO REVEL IN MY VICTORY OVER YOU.

OUR FINAL BATTLE DESERVES A FAR MORE PUBLIC FORUM.

I remember *bragging* about the bombs I had planted, and how they'd be *triggered*.

Why not?

BUGLE

He couldn't stop me!

Wasn't I *all-powerful?!*

No, I was *not*...

HERE WE *ARE*, M'BOY! THIS IS WHERE IT ALL --WHUUGH--...

...COMES TO AN END--

SHUT UP!!!

I *thought* I had him helpless...

...but the *power*... the *victory*...was all in my *head*.

AH-HAH-HAH-HA!!

I DID IT!

AFTER ALL THESE YEARS!

I DID IT!

I KILLED SPIDER-MAN!!

POLICE

POLICE

BOOM! IT ALL FALLS DOWN!

BOOM! BOOM! BOOM!

MADNESS.

SIR, YOU'VE BEEN GOING OVER THESE TAPES FOR *WEEKS* NOW! DWELLING ON THIS WON'T CHANGE THE PAST.

NO, DONALD, BUT I MUST KNOW *FACT* FROM ILLUSION--AND ACCEPT THE FORMER, NO MATTER HOW DISTASTEFUL.

Ah, faithful *Menken.* He *means* well...

IT'S MY *OWN FAULT,* YOU KNOW...

"...I WAS THE ONE WHO ENGINEERED THE *GATHERING OF FIVE.* I GAMBLED THAT THE RITUAL WOULD GRANT ME *ULTIMATE POWER,* THAT I WOULD BECOME A *GOD!*

"BUT INSTEAD, I RECEIVED THE *'GIFT' OF MADNESS!"**

*IT ALL CAME TOGETHER IN AMAZING SPIDER-MAN VOL.1, #441. --TOGETHER RALF

SPIDER-MAN HAS WON-- *AGAIN!*

AND HERE I SIT, TETHERED TO AN INTRAVENOUS DRIP, DEPENDENT UPON A COCKTAIL OF DRUGS TO MAINTAIN MY GRIP ON SANITY.

WE'LL FIND A BETTER SOLUTION TO *THAT*, SIR--I *PROMISE* YOU!

IT'S STRANGE, THOUGH...FOR A FEW WEEKS THERE, I DIDN'T THINK WE'D HAVE TO WORRY ABOUT SPIDER-MAN ANYMORE! I GOT THE DISTINCT IMPRESSION--

SPIDER-MAN! IF WE COULD ASK YOU A FEW QUESTIONS...

NO.

I'M THROUGH.

"--THAT HE WAS *GIVING UP!*"

JUST BECAUSE HE WAS OUT OF THE NEWS FOR A WHILE? DON'T BE *RIDICULOUS!* HE HAD *NO REASON* TO GIVE UP THAT LIFE-- HE *WON!*

SO WHAT IF PEOPLE *FEAR* AND *DISTRUST* HIM? ALL THE *MORE* REASON TO CONTINUE!

SERVING ALL FIVE BOROUGHS OF NEW YORK

DAILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

CLOUDY 50% chance of Cosmic Ray storm

FINANCE

Are super hero battles lowering property values?

F-1

SPORTS

Yankees game interrupted by a rampaging Hulk! Bronx Bombers go on to win 8 - 3. Details Pg. 21

Wednesday June 7th

AVENGER DEFENDS CITY

SPIDER-MAN INJURED

GOOD MORNING, MR. OSBORN! TIME FOR--!

WHO--? WHU--?!

HOW *DARE* YOU ENTER WITHOUT KNOCKING?!?

I'M SORRY--!

WE WERE DISCUSSING TOP-SECRET MATTERS--!

-AHK!-

BUT THERE WAS *NO HARM DONE*-- WAS THERE, DONALD?

NO... SIR.

PLEASE FORGIVE US, NURSE...?

FREDERICKSON, SIR. KOLINA FREDERICKSON.

KOLINA... A *LOVELY* NAME.

THANK YOU. IT IS TIME TO CHANGE YOUR I.V. BAG--!

I'LL TAKE IT FROM HERE, NURSE. THAT WILL BE ALL FOR NOW.

YES, DOCTOR BENDIX.

I'VE EXAMINED YOUR *PET* SCANS,* NORMAN...

PARDON?

OH... YES! AND...?

*POSITRON EMISSION TOMOGRAPHY. --DR. RALF

THE NEW SCANS ARE...INTERESTING. THE DRUG COCKTAIL I DEVISED HAS DEFINITELY IMPROVED YOUR CONDITION!

YOU'VE COME A LONG WAY FROM YOUR INITIAL STATE.

NO KIDDING...

"...OSBORN WAS CARTED OFF TO THE PSYCH WARD AT BELLEVUE, AFTER SPIDER-MAN STOPPED HIM!

OMIGOD!

"LUCKILY, ONLY THE TWO GUARDS AND TWO DOCTORS WITNESSED HIS UNMASKING.

HIS *FACE!* HE--!

"THEY WERE EASILY TAKEN BY SURPRISE.

HE BELONGS TO *US.*

NORMAN OSBORN BELONGS TO THE *SCRIERS!*

"BY THE TIME THE BODIES WERE DISCOVERED, WE WERE ALL MILES AWAY.

"NO ONE EVER STOPS A SPEEDING AMBULANCE.

AH-HAH-HAH-HA!!

AMBULANCE

"LONG BEFORE THE MADNESS CLAIMED HIM, THE BOSS HAD REORGANIZED THE CULT OF SCRIERS INTO A FORMIDABLE FORCE--UTTERLY FAITHFUL TO HIM.

IT'S ALL RIGHT, SIR. YOU'RE GOING TO GET THE BEST OF CARE!

YES! THE BEST OF EVERYTHING FOR NORMAN OSBORN!

"BUT THINGS GOT WORSE BEFORE THEY GOT BETTER..."

"BY THE TIME WE REACHED THE SAFE HOUSE, HE'D BECOME VIOLENT--

"--AND WE WERE FORCED TO USE THE OMNIUM STEEL RESTRAINTS. I HATED TO DO IT, BUT HE GAVE ME NO CHOICE...

I AM THE *GOBLIN-LORD!* MINE IS THE *ULTIMATE POWER!*

"I WAS LUCKY TO PROCURE THE SERVICES OF DR. BENDIX IN TIME..."

THIS COMBINATION OF DRUGS IS WORKING WELL. JUST A BIT MORE FINE TUNING, AND WE SHOULD HAVE YOU BACK TO...NORMAL.

I DIDN'T LIKE BRINGING IN AN OUTSIDER, BUT NO ONE WITHIN THE CULT HAS BENDIX'S EXPERTISE.

I MUST HAVE A BETTER DELIVERY SYSTEM. I'M TOO VULNERABLE LIKE THIS.

LET'S TAKE THAT ONE STEP AT A TIME, NORMAN--!

DO NOT *PATRONIZE* ME, DOCTOR! I WILL *NOT TOLERATE* THAT!

I MUST DEAL WITH SPIDER-MAN-- *ONCE AND FOR ALL!*

AND TO DO THAT, I MUST REGAIN *COMPLETE CONTROL!*

N-NO. OF COURSE NOT.

My convalescence progresses glacially. I pass the time by keeping track of my old foe through the media.

Menken redeems himself, obtaining *security camera footage* from his contacts at *TriCorp*--

--and Bendix devises a *dermal patch* to administer my meds...

AMAZING! STRENGTH, REFLEXES, COORDINATION--ALL *SUPERNORMAL!*

A SPIDER-MAN

BLACK OUT
SPIDER-MAN MENACE

And then, it happens...

Are super hero battles lowering property values?

F-1

SERVING ALL FIVE BOROUGHS OF NEW YORK

DAILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

SPORTS
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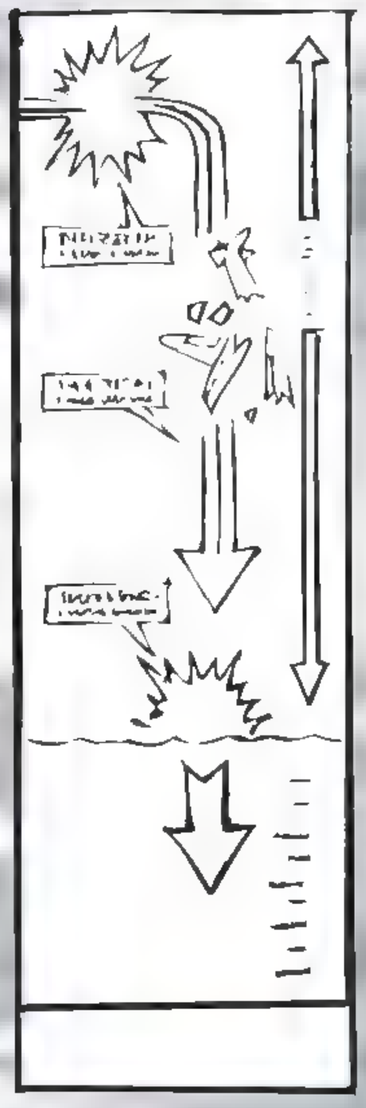
Wednesday, June 7th

307 DEAD IN AIRLINE EXPLOSION

BLAST SENDS PASSENGERS AND CREW TO WATERY GRAVE

NO HOPE OF SURVIVORS, SAY EXPERTS



SUPERMODEL M.J. PARKER AMONG DEAD

WIFE OF BUGLE PHOTOG P. PARKER WAS

Now I can see the future much more clearly.

With Spider-Man's *wife* removed from the picture, my *revenge* is assured!

The days that follow are both energizing and *frustrating.*

THERE WE GO...

...YOU ARE FEELING BETTER, *YES?*

MUCH.

I am almost completely recovered. the details of my plan are rapidly taking shape--

--but of late, Jameson's paper has hardly mentioned Spider-Man!

SERVING ALL FIVE BOROUGHS OF NEW YORK

DAILY BUGLE

...ORK'S FINEST DAILY NEWSPAPER

Wednesday, June 7th

CLOUDY 80% chance of Cosmic Ray storm

FINANCE

Are super hero battles lowering property values?

F-1

SPORTS

Yankees game interrupted by a rampaging Hulk! Bronx Bombers go on to win 8 - 3. Details Pg. 21

VENOM ATTACKS BUGLE

HEROIC REPORTER SAVES

It's becoming increasingly difficult to keep tabs on Parker *or* his masked identity. But I *must* know his current status! I must be ready to strike *soon--!*

How long has it been since a woman fussed over me?

YOUR POOR SHOULDERS ARE SO *TIGHT!*

I'VE A LOT ON MY MIND.

WELL, YOU MUSTN'T *BROOD* SO!

Years.

Decades.

Not since *Emily.*

REALLY, NORMAN, YOU SHOULDN'T BROOD SO!

My beautiful *wife...*

...I never felt as *whole*--as *balanced*--as when I was with her.

I remember...we had such *plans*...!

XYZ ABCD

But they were all *dashed* when she gave birth to our son.

She was *taken* from me before Harry turned one year old.

Gaining an heir cost me the finest woman I had ever known.

It wasn't a fair trade.

MILY BORN.
ED WIFE
D MOTHER

YOU SEE...?

...YOUR BLOOD PRESSURE IS MUCH BETTER WHEN YOU RELAX!

I SUPPOSE SO.

I never thought anyone could replace Emily.

Perhaps I was wrong.

YOU'VE DONE A MARVELOUS JOB, KOLINA. YOU'VE PROVIDED...A RARE *BALANCE* TO MY LIFE THESE PAST FEW WEEKS.

THANK YOU, SIR.

I'M GOING TO BE RELOCATING SOON...

...AND I KNOW YOU'RE SCHEDULED TO RETURN TO SWEDEN. BUT, IF YOU COULD, I'D LIKE YOU TO STAY ON... AS MY PRIVATE-DUTY NURSE.

I THINK... *I'D* LIKE THAT, TOO, MR. OSBORN.

NORMAN.

NORMAN...

Within the week, we are able to leave the safe house--

--for more *suitable surroundings...*

WELCOME, MY DEAR! WELCOME TO MY HOME.

I...I WASN'T EXPECTING ANYTHING SO *VAST--!*

DO YOU LIKE IT? IT WAS BUILT BY MY GREAT-GRANDFATHER IN THE LATE 1800S! BUT I CAN TELL YOU ALL ABOUT IT LATER.

I KNOW YOU'LL WANT TO FRESHEN UP AFTER THAT LONG RIDE. *RUZENKA* WILL SHOW YOU TO YOUR QUARTERS.

COME WIT ME, PLEEZ.

I HOPE YOU'LL JOIN ME FOR A LATE SUPPER! SAY...NINE-ISH?

I WOULD *LOVE* TO!

SIR, WAS IT *WISE* TO BRING HER HERE? THE WHOLE POINT OF HAVING BENDIX HIRE A EUROPEAN NURSE WAS TO HELP KEEP YOUR WHEREABOUTS *SECRET--!*

I *KNOW* WHAT I'M DOING, DONALD.

AND I'LL THANK YOU *NOT* TO INTERFERE!

9:03 PM

OH, MY--!

GOOD EVENING, KOLINA. I'M SO GLAD YOU COULD JOIN ME!

I HOPE EVERYTHING IS TO YOUR LIKING.

IT'S... MAGNIFICENT.

AND A ROSE--! I LOVE ROSES!

I KNOW.

MAY I HAVE THE PLEASURE OF THIS DANCE?

YOU DANCE VERY WELL, NORMAN.

FIVE YEARS OF LESSONS, WHEN I WAS A BOY.

I HATED THEM THEN, BUT THIS MOMENT MAKES THEM ALL WORTH-WHILE.

SHOULD WE BE... TOGETHER? YOU ARE MY PATIENT...!

THINK OF IT AS PHYSICAL THERAPY!

AND ISN'T IT FUN?

YES.

BUT WON'T WE BUMP INTO SOMETHING IN THE DARK...?

DON'T WORRY ABOUT THAT!

JUST PUT YOUR TRUST IN ME...I CAN GUIDE US THROUGH SAFELY.

YOU'LL SEE. THE DARK IS NOTHING TO BE AFRAID OF.

I LEARNED THAT YEARS AGO--

"--FROM MY FATHER..."

I'M *TELLING* YOU, THERE ARE *NO MONSTERS* IN YOUR ROOM!

B-BUT, DADDY--!

UP *AGAIN?!*

I'M *WARNING* YOU FOR THE *LAST TIME,* GET IN BED--

--AND GET OVER THIS *FOOLISH-NESS!*

I-I WILL...

MY FATHER SHOWED ME HOW TO BE A *MAN!*

HE WAS WISER THAN HE KNEW.

OVER THE YEARS, I'VE LEARNED THAT DARKNESS CAN BE YOUR *FRIEND...*

...IF YOU JUST *EMBRACE* IT.

NORMAN...!

Yes! Let us live for tonight...

...and plan for all our tomorrows!

MARY JANE...

...IT'S BEEN SO *HARD*, THESE PAST FEW WEEKS.

I MISS YOU *SO MUCH.*

I CAN HARDLY BELIEVE THAT YOU...

EMBRACE THE NIGHT

...THAT YOU'RE REALLY *GONE.*

I *LOVE* YOU. I'LL *ALWAYS* LOVE YOU. I...

...OMIGOD, I'M TALKING TO A *BILLBOARD.*

GOTTA GET *AWAY* FROM HERE!

MARY JANE WAS IN SUCH DEMAND AS A MODEL...

...HER FACE WAS IN SO MANY MAGAZINES--

--ON SO MANY BILL-BOARDS.

IT COULD BE *MONTHS* BEFORE THEY ALL COME DOWN.

IT WAS *HARD ENOUGH* TO ACCEPT MARY JANE'S DEATH. RUNNING INTO *REMINDERS* OF HER LIKE THAT..!

I NEED SOMETHING TO TAKE MY MIND OFF THINGS! *SOMETHING...*

"...ANYTHING!"

DINGA DINGA DINGA DINGA

DANG TELLER SET OFF AN ALARM!

SHOULDA PLUGGED 'IM!

COME ON, YOU TWO! LET'S *GO!!*

CAMERA

FIRST COMMERCE BANK

HAH! YA SHOULDA SEEN THEIR FACES WHEN THEY SAW OUR MASKS!

WELL, GET READY TO DITCH 'EM! ONCE WE'RE SAFELY AWAY--!

TUMP

HUH?

WHUZZAT?

GYAHH!

SPIDER-MAN!

BRAT-A-TAT-TAT-TAT

GET 'IM!

TSK-TSK!

THAT'S NO WAY TO MAKE A GETAWAY!

SHOOTING UP YOUR VAN LIKE SOME CRAZY PERSON!

SOMEBODY'S LIABLE TO GET HURT!

SKRA-TUNK

'S DICKIE OKAY?

BRATT-A-TAT

DON'T WORRY 'BOUT *HIM!* WORRY 'BOUT--!

WHO? LI'L OL' *ME?!*

YOU CLOWNS SHOULD JUST BE GLAD THE *REAL THING* OR *HULK* DIDN'T FIND YOU!

THEY WOULDN'T PLAY *HALF* AS NICELY AS I DO!

UNNGHH!

GOTTA GET AWAY BEFORE--!

GOING SOMEWHERE, "MR. PRESIDENT"?

AHH!

NO!

I...I...

LET ME *GUESS--* "*YOU ARE NOT A CROOK*"?

SORRY, "*DICK!*" I'M NOT BUYING IT!

AND SO, HAVING DONE HIS *CIVIC DUTY*--

--OUR *INTREPID HERO* SWINGS OFF ACROSS THE BUSTLING METROPOLIS, CONTENT IN THE KNOWLEDGE THAT GOOD HAS ONCE AGAIN TRIUMPHED OVER THE FORCES OF *EE-VIL!*

YEAH. RIGHT.

OH, WELL, AT LEAST THOSE *GOONS* GAVE ME A FEW MINUTES OF *CHEAP DIVERSION.*

AND ON MY BUDGET, I'M GRATEFUL FOR *ANYTHING* THAT'S CHEAP.

WHOOPS! MY *WEB-PACK* IS STARTING TO DISSOLVE AWAY!

I WAS OUT SWINGING LONGER THAN I THOUGHT.

TIME TO PUT SPIDER-MAN AWAY, AND GO BACK TO BEING JUST ANOTHER FACE IN THE CROWD.

THAT'S *ONE* ADVANTAGE TO LIVING IN MANHATTAN. UNLESS YOU'RE RUNNING UP A WALL OR SWINGING ON A WEB, NO ONE PAYS YOU MUCH ATTENTION.

SOMETIMES I WONDER WHY I STICK AROUND THIS TOWN.

SO MANY PAINFUL MEMORIES.

AW, KNOCK IT OFF, PARKER. IT HASN'T *ALL* BEEN BAD!

DEPT OF WATER & POWER

DEPT. OF WATER & POWER

AT LEAST, *AUNT MAY* IS STILL ALIVE AND DOING WELL. SHE'S BEEN A *BRICK* THROUGH ALL THIS CRAZINESS.

I DON'T KNOW WHAT I WOULD'VE DONE WITHOUT HER.

DUM-DUM-DE-DUM-DA-DE-DUM...

ANY MAIL FOR *ME?* I'M *PARKER,* PETER-- APARTMENT 6B.

YEAH, *HERE* YA GO...

A FREE SAMPLE TUBE OF *TOOTHPASTE--ALL RIGHT!* I WAS ALMOST OUT! AND THESE DAYS, ANY CASH I CAN SAVE--!

I *HEAR* YA, MAN.

TAKE IT EASY!

THANKS! YOU, TOO!

FREE SAMPLE

CLOSE UP THE STREETS AND HOUSES...

...BECAUSE THERE'S SOMETHING IN THE AIR!

Yes! The gas worked like a *charm*, deadening Parker's *Spider-Sense!*

He d'an't *flinch*, dian't give me even a *second thought!*

Everything is turning out just as I'd *planned!*

Soon--*very soon*--I'll have Parker right where I want him!

NEXT ISSUE:
"LIVES IN THE BALANCE!"

AND:
FOLLOW THE FALLOUT FROM THESE EVENTS IN AMAZING SPIDER-MAN #23 AND PETER PARKER #23.

MARVEL COMICS®

SPIDER-MAN®

REVENGE OF THE GREEN GOBLIN®

#2

APPROVED BY THE COMICS CODE AUTHORITY

TWO OF THREE

STERN
FRENZ
OLLIFFE

WWW

I have *longed* for this moment!

At last, I am again able to *take control* of the *cabal* which has served me so well...

THE *DAY OF RECKONING* FAST APPROACHES, BRETHREN! SOON, VERY SOON, WE SHALL HAVE OUR *REVENGE*--

--REVENGE UPON THE ACCURSED *SPIDER-MAN!*

NORMAN OSBORN WAS A BILLIONAIRE INDUSTRIALIST, OBSESSED WITH WEALTH AND POWER. WHEN A LABORATORY ACCIDENT GAVE HIM SUPERHUMAN STRENGTH, HE USED HIS NEW POWER TO CREATE A GROTESQUE COSTUMED IDENTITY... AND SET OUT TO FOUND A CRIMINAL EMPIRE!

STAN LEE PRESENTS:

GREEN GOBLIN

LIVES IN THE BALANCE!

ROGER STERN - WRITER RON FRENZ - PENCILER PAT OLLIFFE - INKER GEORGE RODERICK JR. - INK ASSIST
SHARPEFONT AND PT - LETTERS MATT HICKS - COLORIST RALPH MACCHIO - EDITOR BOB HARRAS - CHIEF

FOR *YEARS,* SPIDER-MAN HAS BEEN A *LIVING IMPEDIMENT* TO MY PLANS FOR *POWER AND GLORY!*

MANY TIMES, I PLOTTED HIS *DEMISE!* ONCE, I HAD HIM RIGHT WHERE I WANTED HIM...

"...BUT WITH HIS INFERNAL *SPIDER-SENSE,* HE EVADED MY TRAP. AND *I* RECEIVED THE *KILLING BLOW* MEANT FOR HIM!

"BUT THE FORMULA WHICH GAVE ME MY *GREAT STRENGTH* SAVED MY LIFE.

"I AWOKE IN A *MORGUE,* MY WOUNDS--MORTAL FOR ANY OTHER MAN--ALREADY *HEALING.*

"I ALLOWED THE WORLD TO THINK NORMAN OSBORN DEAD... FOR A WHILE.

"--AND THERE BECAME AN INITIATE IN THE CENTURIES-OLD *ORDER OF THE SCRIER!*

"MANY OF YOU ALREADY KNOW HOW I FLEW TO EUROPE TO PLAN ANEW--

"I ROSE QUICKLY THROUGH THE RANKS, EVENTUALLY CHALLENGING THE LEADERSHIP OF MY PREDECESSOR...

KRAK

"...AND WAS SOON HAILED AS YOUR UNDISPUTED *OVERLORD!*

"THOSE WERE GREAT DAYS FOR THE ORDER. OUR POWER GREW TO RIVAL THAT OF THE FABLED *HELLFIRE CLUB...* OR THE *MAGGIA* ITSELF!"

ALAS, THOSE DAYS WERE NOT TO LAST. AS YOU KNOW--

"--FOR A WHILE, I WAS... INCAPACITATED...UNABLE TO DIRECTLY OVERSEE OUR AFFAIRS."

MINE IS THE POWER... THE POWER!

STILL MAD AS A HATTER!

"DURING THAT TIME, A *CHARLATAN* APPEARED WHO CLAIMED TO BE THE 'TRUE SCRIER'*--A FEW ACTUALLY LEFT TO FOLLOW THIS *PRETENDER!*"

*IN *AMAZING SPIDER-MAN 1999.* --ANNUAL RALF

WE ARE WELL *RID* OF SUCH UNWORTHY *WRETCHES!* LET THEM CALL THEMSELVES "SCRIERS"-- I CONSIDER THEM *FOOLS* AND *DEAD MEN!*

BUT *YOU*--YOU WHO HAVE REMAINED *FAITHFUL* TO ME--I WELCOME INTO *THE ORDER OF THE GOBLIN!*

I PROMISE *GREAT REWARDS* TO THE MEMBERS OF OUR ORDER! YOU HAVE BUT TO *PROVE* YOUR ALLEGIANCE--

--BY DISPOSING OF OUR ENEMY! *KILL THE SPIDER!*

NO!!

KILL THE SPIDER...

STOP! YOU HAVE THE *WRONG* MAN!

...KILL THE SPIDER!

I'M *NOT* SPIDER-MAN! I'M DOCTOR ALBERT BENDIX!

OSBORN, *PLEASE!* YOU MUSTN'T *DO* THIS...

SILENCE HIM!

...I HELPED RESTORE YOUR *SANITY!*

GYAAH!

YES, YOU DID. AND *NORMAN OSBORN* IS ETERNALLY GRATEFUL, DOCTOR--

--BUT THE *GREEN GOBLIN* HAS NO FURTHER USE FOR YOU!

AH-HAH-HAH-HA!

DEATH TO SPIDER-MAN! DEATH TO *ALL THINGS* SPIDER-MAN!

LONG LIVE *THE ORDER OF THE GOBLIN!*

REMOVE THE BODY, MY BRETHREN--

--AND GO ON ABOUT YOUR BUSINESS UNTIL THE *NEXT SUMMONING!*

There are many *dark passage-ways* beneath the old family estate. I discovered most of them as a boy.

They have come to serve me well.

THE DOCTOR WAS THE LAST OUTSIDER WHO COULD HAVE BETRAYED ME...

...NONE BUT THE *FAITHFUL* REMAIN NOW, MENKEN!

ALL IS GOING JUST AS I PLANNED IT.

YES, SIR. AS YOU SAY.

YOUR ADDRESS WENT VERY WELL...

...I'VE NEVER SEEN THE ORDER SO... *INSPIRED.* YOU HAD THEM ALL UNDER CONTROL!

Control.

Yes, I can sway the faithful with a few words, a *gesture...*

...while I myself am dependent on the chemicals in this *dermal patch* to keep control of my own *sanity.*

SIR?

IS SOMETHING *WRONG?*

I HAVE BEEN CONSIDERING MY *MORTALITY* OF LATE, DONALD.

YES, I'VE CHEATED BOTH DEATH AND MADNESS, BUT ULTIMATELY I AM STILL A *MORTAL MAN.*

I HAVE NO *HEIR.* MY SON HARRY IS DEAD... AND MY GRANDSON NORMIE IS MUCH TOO YOUNG TO CARRY ON IN MY STEAD.

YOU CAN ALWAYS COUNT ON *ME,* SIR. BUT I'M CERTAIN YOU HAVE A GOOD LONG LIFE AHEAD OF YOU!

JUST AS I'M CERTAIN YOU'LL ONE DAY OVERCOME THE *REAL* SPIDER-MAN!

YES...

...OF THAT YOU CAN BE SURE!

GOOD NIGHT, DONALD!

G'NIGHT, SIR.

Yes...Spider-Man has already been dealt the death blow...

...he just doesn't know it yet!

MIRRUR, MIRRUR...

...MIRRUR ONNA WALL, THOT YOU SED YOU HADDA ANSWUR TO ID ALL...

...NEVER TOL' ME I WUZ...

...GONNA... TAKE....

...A FALL?

THE GOBLIN?!?

IT CAN'T BE! NOT--

--HERE?!

NOTHING?

NOTHING.

OH, MAN...I GOTTA START GETTING *MORE SLEEP!*

WHEN I START SEEING *GOBLINS* IN THE *MIRROR*...

...I *KNOW* I'M STRESSED OUT!

KKRR-I-SHH!

STRESS?! I'LL *SHOW* YOU STRESS!

WHA--?!

IT'S REALLY *YOU*?! YOU'RE REALLY *HERE*!!

SURELY THAT'S NOT SO HARD TO ACCEPT-- IS IT, PETER?

NOT NEARLY AS HARD AS YOUR *DOOR*! AH-HAH-HAH-HAH-HA!

NO! THIS HAS GONE *FAR ENOUGH*!

IT ENDS *HERE*, NOR--

--MAN?

WHY SO *SHOCKED*, PETER?

CAN'T YOU STAND THE SIGHT OF YOUR *GREATEST ENEMY*?

THE TRUTH *HURTS*, DOESN'T IT?

WE *ALL* HIDE BEHIND *MASKS*, PETER! MAYBE YOURS WASN'T SO OBVIOUS TO *YOU*--

--BUT I COULD SEE RIGHT THROUGH IT!

WHAT'RE YOU *DOING*?! *OWW*! LET GO--!

NO! NO!!

NO!!!

IT... IT'S ALL RIGHT! I'M STILL ME!

MAN, WHAT A *NIGHTMARE!*

IT ALL SEEMED SO *REAL*! WISH I KNEW WHAT *TRIGGERED* IT!

Parker's always been a hygienic lad.

By now he's gotten several days use of the *toothpaste* I slipped him.

Laced with a combination of *hallucinogenics* and specially designed *RNA compounds*, it should be giving him some very troubling dreams--

--even as it continues to *deaden* his spider-sense! Poor Peter...

...his wife *dead*, his life savings *gone*...forced to live in that hovel of an apartment! I almost feel *sorry* for him.

But I'm really doing him a favor. After all, adversity *does* build character!

And besides, the *second stage* of my plan should take effect within the next few days.

I can hardly wait. The anticipation is almost *maddening...!*

NORMAN...?

Ah...

IN HERE, MY DEAR.

WHAT-EVER ARE YOU DOING--?

JUST COLLECTING MY THOUGHTS, *KOLINA.*

EVERY TIME I TURN AROUND, I FIND YOU HOLED UP IN THE *DARK*... LIKE SOME SORT OF *HERMIT!*

I'M NOT TRYING TO AVOID YOU, PET.

THE DARKNESS IS MY OLDEST FRIEND. I FIND *COMFORT* HERE.

WELL, I'VE BROUGHT YOU A FRESH DERMAL PATCH. WE MUSTN'T LET YOUR MOOD SWINGS GET OUT OF CONTROL!

NO. WE MUSTN'T.

YOU'RE THE NURSE.

AND LET'S LET IN SOME OF THIS BEAUTIFUL *MOONLIGHT.*

YOU KNOW, WE SHOULD GET OUT OF THE HOUSE, PERHAPS TAKE A LITTLE *EXCURSION.* I'VE STILL SEEN SO LITTLE OF THE CITY.

HMMM?

NO, NOT YET.

NORMAN...?

ARE YOU *ASHAMED* TO BE SEEN WITH ME?

NO! DON'T YOU EVER *THINK* SUCH A THING!

YOU MEAN SO VERY, *VERY* MUCH TO ME, KOLINA! I DIDN'T WANT TO ALARM YOU, BUT...I HAVE *ENEMIES--*

--MANY ENEMIES. I DON'T WANT THEM TO LEARN OF YOU UNTIL I'M CERTAIN YOU CAN BE *PROTECTED.*

I'M AFRAID MY FAMILY HAS *ALWAYS* HAD ENEMIES...

"...DATING BACK TO MY GREAT-GRANDFATHER, *ALTON OSBORN.* HE ESTABLISHED THE FAMILY FORTUNE AND BUILT THIS HOUSE.

"*HIS* ENEMIES CALLED HIM A *'ROBBER BARON!'* CAN YOU IMAGINE?"

THE OSBORN NAME WAS ENVIED FOR GENERATIONS.

WE HAD POSITION, WEALTH, *POWER...*

"...UNTIL MY FATHER *LOST* JUST ABOUT ALL OF IT.

"FATHER COULD NEVER ACCEPT THAT *HE* WAS AT FAULT...HE ALWAYS BLAMED OTHERS FOR HIS *FAILURES.*

"HE BECAME A *DRUNKARD,* LASHING OUT AT MY MOTHER AND ME. EVENTUALLY, HE EVEN LOST THE FAMILY ESTATE."

I'VE SPENT MY *LIFE* RECLAIMING THE FORTUNE THAT HE LOST, THE FORTUNE THAT WAS RIGHTFULLY *MINE!*

NORMAN, *PLEASE...!* YOU SHOULDN'T GO ON SO! YOU NEED TO *RELAX...!*

AND ALWAYS-- *ALWAYS!*--THERE WERE THOSE WHO TRIED TO *STOP ME!* BUT I WOULDN'T *LET* THEM--!

?! WHAT DID YOU SAY?

I SAID, "YOU NEED TO *RELAX...*"

She really cares.

Of course, Kolina is a nurse. It's her *profession* to care. But until she came along--

--no one had truly cared about me... since *Emily.*

WE SHOULD TAKE SOME TIME OFF, NORMAN--MAYBE GO TO THE SHORE!

YOU NEED TO *RELAX* MORE! YOU WORK SO *HARD--!*

I WANT TO MAKE YOU *PROUD,* EMILY...

...I MUST RESTORE SOME *HONOR* TO THE FAMILY NAME.

I DIDN'T MARRY YOU FOR YOUR *NAME,* SILLY. I LOVE YOU AS IS.

NORMAN? IS SOMETHING WRONG?

NO... NOTHING.

YOU'RE RIGHT, KOLINA... I *SHOULD* RELAX MORE!

I JUST NEED TO WRAP UP A BIT OF BUSINESS HERE--

--SHOULDN'T TAKE MORE THAN A WEEK OR TWO--AND THEN, I THINK THE TWO OF US SHOULD TAKE A LITTLE *VACATION!*

SAY, A TOUR OF THE *MEDITERRANEAN...* THE RIVIERA, ROME, GREECE! WOULD YOU LIKE THAT?

WOULD I--? OH, YES, NORMAN! *YES!*

I again have the love of a good woman.

And I shall soon have a lasting revenge over my *greatest enemy!*

Life is *good!*

OH, YEAH...

...BLUE SKIES...THE LITTLE BIRDS ARE SINGING--

--AND THERE ARE SO MANY NEW *HIGH RISES* ALONG QUEENS BOULEVARD THAT SWINGING TOWARDS THE OLD NEIGHBORHOOD IS ALMOST AS EASY AS BOPPING ACROSS MANHATTAN.

I'D EVEN *ENJOY* THIS--IF I DIDN'T FEEL SO *FRIED!*

THOSE CRAZY NIGHT-MARES KEPT WAKING ME UP *ALL NIGHT.*

OF COURSE, I HAVEN'T SLEPT REALLY WELL IN *WEEKS.*

NOT SINCE MARY JANE DIED.

SEEMS LIKE EVERYWHERE I GO, I SEE REMINDERS OF--!

YOW!

WHEW! THAT WAS CLOSE!

WHERE THE HECK DID THAT CONSTRUCTION CRANE COME FROM?!?

BETTER YET--

--WHY DIDN'T MY SPIDER-SENSE WARN ME?!

WHAPP

ROOF ACCESS DOOR'S UNLOCKED! THERE'S A BIT OF LUCK... FOR A CHANGE.

I DON'T SEE ANY SECURITY CAMERAS AROUND. NO WARNING TINGLE...

EXIT

ROOF

...BUT I DIDN'T GET ONE WHEN THAT CRANE SWUNG AROUND EITHER! BETTER PLAY IT SAFE, PARKER-- STICK TO THE SHADOWS AND CHANGE FAST!

I'VE ALWAYS RELIED ON MY SPIDER-SENSE TO WARN ME OF DANGER. IF I'M STARTING TO LOSE THAT...

...I'M GONNA HAVE TO WORRY ABOUT A LOT MORE THAN JUST WHERE I CHANGE IDENTITIES!

I SHOULD BE ABLE TO SLIP OUT OF HERE BY THE BACK SERVICE ENTRANCE. LUCKILY, I'M ONLY A FEW BLOCKS--

"--FROM THE OLD HOMESTEAD."

I'M SO GLAD YOU STOPPED BY, PETER. LET ME GET YOU AN ICED TEA!

DON'T GO TO ANY TROUBLE, AUNT MAY.

I SEE YOU'VE ADDED THE PHOTO I TOOK OF NATHAN LUBENSKY TO THE "GALLERY"...

...NATE WAS PRACTICALLY FAMILY. IT'S ONLY RIGHT THAT HE BE THERE ALONG-SIDE HER AND UNCLE BEN AND...MJ AND ME.

WHAT WERE YOU SAYING, PETER?

OH...!

MARY JANE WAS A BEAUTIFUL BRIDE. SHE WAS *ALWAYS* SO BEAUTIFUL.

I STILL CAN'T QUITE BELIEVE SHE'S GONE. IT JUST DOESN'T SEEM POSSIBLE.

I KNOW, DEAR.

IT'S A TERRIBLE THING TO LOSE A MATE... ESPECIALLY WHEN IT HAPPENS SO SUDDENLY!

THE PAIN NEVER COMPLETELY GOES AWAY. BUT TIME...TIME CAN HELP EASE THE HEARTACHE.

BELIEVE ME, I KNOW.

YEAH.

I GUESS YOU WOULD.

HOW MUCH WORSE WAS IT FOR HER? SHE SAW UNCLE BEN GUNNED DOWN BEFORE HER EYES.* NATHAN DIED IN HER ARMS.**

SHE ENDURED ALL OF THAT--!

IT'S SUCH A LOVELY DAY. WHY DON'T WE SIT OUT ON THE PORCH?

*AS REVEALED IN AMAZING SPIDER-MAN VOL.1 #1.
**ASM #336.
--RALF

I THINK...

...I'D LIKE THAT, AUNT MAY.

TIMES FLIES...

...NO KIDDING? UNCLE BEN USED TO *SING?* ON STAGE?

OH MY, YES! THAT WAS BEFORE YOU WERE BORN. MOSTLY AMATEUR, OF COURSE, BUT HE HAD QUITE A VOICE!

YOU REMEMBER THE *ABBOTTS,* WHO USED TO LIVE AROUND THE CORNER? LOU ABBOTT WAS PART OF YOUR UNCLE'S TRIO.

YOU KNOW, I HADN'T HEARD FROM ANY OF THEM IN JUST AGES--AND YESTERDAY, OUT OF THE BLUE, I GOT THE NICEST LETTER FROM THEIR *GRANDSON!* THAT'S WHAT REMINDED ME!

JUST A MINUTE...!

HE ENCLOSED THIS *DISC* HE'D MADE FROM OLD TAPES HE FOUND IN HIS GRANDFATHER'S TRUNK. SO THOUGHTFUL!

BUT IT WON'T RUN ON OUR OLD CASSETTE PLAYER.

I CAN COPY IT TO TAPE FOR YOU, AUNT MAY.

COULD YOU, PETER? IT WOULD BE *WONDERFUL* TO HEAR BEN'S VOICE AGAIN!

NO PROBLEM! I'M PRETTY SURE I HAVE SOME EXTRA CASSETTES...

"...BACK AT THE APARTMENT."

GEEZ, I ONLY EVER HEARD UNCLE BEN SING IN THE *SHOWER!*

KLIK

SAY, IT'S ONLY A PAPER MOON, SAILING OVER A CARDBOARD SEA, BUT IT WOULDN'T BE MAKE BELIEVE, IF YOU BELIEVED IN ME...

WOW...

WHEN THE DEEP PURPLE FALLS OVER SLEEPY GARDEN WALLS, AND THE STARS BEGIN TO FLICKER IN THE SKY... THROUGH THE MIST OF A MEM-OR-EE...

THEY'RE REALLY GOOD!

...WHY I SPEND THE LONELY NIGHTS... DREAMING OF A SONG. THE MELODY HAUNTS MY REVERIE...

WISH I COULD HAVE...

"...SEEN THEM PERFORM..."

WHEN SKIES ARE GRAY, WHEN SKIES ARE BLUE, MORNING, NOON AND NIGHT-TIME, TOO, ALL I DO IS DREAM OF YOU, THE WHOLE DAY THROUGH!

ALL RIGHT, UNCLE BEN! *SWING IT!*

THAT WAS *GREAT*, UNCLE BEN! *FANTASTIC!* I NEVER KNEW--!

HEY, THANKS, PETEY! BUT ANYONE CAN SOUND GOOD WITH THE RIGHT ACCOMPANIMENT-- AND THIS IS ONE OF THE BEST BANDS AROUND.

C'MON, I'LL INTRODUCE YOU TO THE *BAND LEADER--!*

NORMAN, I WANT YOU TO MEET MY NEPHEW, PETER!

PETE, SAY HELLO TO MY GOOD FRIEND--!

N-NORMAN *OSBORN?*

THAT'S RIGHT, PETER!

I'M SO GLAD YOU COULD MAKE IT HERE!

YOU SHOULD DROP BY THE CLUB MORE OFTEN...

...YOU KNOW WHERE TO FIND IT, DON'T YOU?

DON'T YOU?!

Y-YES...

...I KNOW... WHERE...TO FIND IT. MUST HAVE...

...GONE BY THERE... DOZENS OF TIMES...!

IT'S NOT FAR AT ALL!

WHY DON'T YOU DROP IN TONIGHT?

DROP IN... TONIGHT?!

DO IT SOON!

WE'LL LEAVE A *LIGHT* ON FOR YOU!

NOK NOK

NORMAN...?

ARE YOU HIDING IN YOUR STUDY AGAIN?

COME OUT, COME OUT, WHERE-EVER YOU ARE!

NORMAN? WHERE...?

WHAT ON EARTH...?

I couldn't believe my luck when I got the signal--

--but there he is already! The *subliminals* I planted on that compact disc worked like a charm!

You never suspected a *thing*-- did you, Peter? And neither did your Aunt May. Why would you?

It's always so *nice* to hear from long-lost friends, isn't it? Especially when the message is something you *want* to hear!

And now, at last, Spider-Man is mine to *destroy!*

AH-HAH-HAH-HAH-HA!!

EEE!

?!?

WHO DARES--?!

WHUMP

HAHKT--!

KOLINA!

The *study entrance!* I was in such a hurry to answer the signal, I didn't lock it--!

KOLINA, NO--!!!

KOLINA, IT'S *ME!* IT'S NORMAN!

I NEVER MEANT FOR YOU TO SEE THIS-- BUT IT'LL BE *ALL RIGHT!*

I'M IMMUNIZED AGAINST THE GAS, I CAN *PROTECT* YOU--

--I *LOVE* YOU! I *NEED* YOU!

I'M HERE NOW.

KOLINA!

NEXT ISSUE : OUR FEAR-FRAUGHT CONCLUSION:

"SURRENDER TO THE DARK!"

MARVEL COMICS

SPIDER-MAN

REVENGE OF THE GREEN GOBLIN

#3

APPROVED BY THE COMICS CODE

THREE OF THREE

STERN
FRENZ
OLLIFFE

WWW.MARVEL

NORMAN OSBORN WAS A BILLIONAIRE INDUSTRIALIST, OBSESSED WITH WEALTH AND POWER. WHEN A LABORATORY ACCIDENT GAVE HIM SUPERHUMAN STRENGTH, HE USED HIS NEW POWER TO CREATE A GROTESQUE COSTUMED IDENTITY... AND SET OUT TO FOUND A CRIMINAL EMPIRE!

STAN LEE PRESENTS:

REVENGE OF THE GREEN GOBLIN

YOU TRIED TO WRECK MY *LIFE*, SPIDER-MAN!

YOU CAME BETWEEN ME AND EVERYTHING-- *EVERYONE*--I EVER LOVED!

BUT *NO MORE!* THIS IS WHERE IT ALL *ENDS!!*

ROGER STERN
WRITER

RON FRENZ
PENCILER

PAT OLLIFFE
INKER

GEORGE RODERICK, JR.
INK ASSIST

DAVE SHARPE
LETTERS

MATT HICKS
COLORIST

RALPH MACCHIO
EDITOR

JOE QUESADA
CHIEF

SURRENDER TO THE DARK!

YOUR PRESENCE IN THIS WORLD HAS BEEN A SOURCE OF CONSTANT *AGONY* TO ME!

I WISH YOU TO *LEAVE* IT-- *PERMANENTLY!*

THIS IS WHERE YOU *DIE*, WEB-SPINNER--

--WHERE YOU SHOULD HAVE DIED *LONG AGO!*

I'VE DONE IT!

AT LONG LAST, I'VE OVER-COME MY *GREATEST FOE!*

THE SPIDER IS *DEAD!* LONG LIVE THE *GOBLIN!*

AH-HAH-HAH-HAH-HA!

SPASHH

HOLEE--!

FREE!!
I'M FINALLY FREE OF THAT WALL-CRAWLING *MALIGNANCY!*
NOW, THERE IS *NOTHING* TO STOP ME!
SOON, THE WHOLE *WORLD* WILL KNOW OF MY *TRIUMPH!*
BUT FOR NOW, I MUST RETIRE TO MY SECRET HIDEAWAY...
IT HAS BEEN A LONG, GRUELING NIGHT...
...A NIGHT TO TRY ANY MAN'S...
...SOUL?
NO!
NO, IT *CAN'T* BE...

...CAN IT?

HEH-HEH-HEH... OF COURSE.

I AM HE--

--AS *YOU* ARE HE...

...AS YOU ARE *ME!*

AND WE ARE ALL TOGETHER!

HAH-HAH-HAH!

EYAHH!!

WHA--?!

OH, MAN! 'NOTHER *GOBLIN* NIGHTMARE! *BAD* ONE--GOT ME CLIMBING WALLS IN MY *SLEEP!*

WHAT IS *CAUSING* THESE THINGS? I HAVEN'T EATEN ANYTHING *STRANGE* LATELY.

...BUT NOW I'M TOO *WIRED* TO SLEEP.

MIGHT AS WELL STAY UP.

MUST'VE DOZED OFF LISTENING TO THAT *CD* OF UNCLE BEN'S TRIO. I'M STILL BEAT...

YEAH! A LITTLE COOL WATER ALWAYS CLEARS THE OL' NOGGIN.

MAYBE I'LL CHECK MY E-MAIL...

?

DARN IT, RANDY! I DON'T MIND YOUR USING MY TOOTH-PASTE, BUT DO YOU HAVE TO SQUEEZE IT FROM THE MIDDLE--?

NO! NO!!

RANDY--?!

GET AWAY! GET AWAY FROM ME!!

RANDY, IT'S OKAY! WAKE UP--YOU'RE DREAMING!

12 ANGRY MEN
A MUSICAL

HUH?! PETE--?

PHEW. FEEL SO STUPID.

I DREAMT THAT THE *GREEN GOBLIN* WAS AFTER ME! HE JUMPED RIGHT OUT OF THE *MIRROR...!*

THE GOBLIN--?

YEAH. WEIRD, HUH?

THANKS, ROOMIE!

SURE, DON'T MENTION IT.

RANDY'S DREAM SOUNDS LIKE THE ONE I HAD THE OTHER NIGHT.*

BUT WHY WOULD WE HAVE SUCH SIMILAR DREAMS? WHY...?

He *suspects* something, of course...

...he is far too intelligent not to! But he has *no idea* what I've done to him!

It does my heart *good* to see him this way...

*LAST ISSUE. --RALF

...pacing and pondering! And *completely unaware* of the video link I've established through his roomate's computer!

Poor *Peter Parker...* you just can't figure things out, can you?

Not with your vaunted *SpiderSense deadened* by my special compounds!

Puts you at a *disadvantage,* doesn't it, my boy?

But then, I've had you at a disadvantage for *years...*ever since I learned that yours was the face beneath Spider-Man's mask!

Your greatest secret is *mine--*

--and until my plans are finalized, it must remain mine *alone!*

KLIK!

Such knowledge must be carefully *guarded.*

I must *never again* be so careless as to be taken by surprise...

...as I was by Kolina.

Dear Kolina...you were so caring during my convalescence...nursing me back to health, helping me regain my sanity...

...I thought it was *destiny* which brought you to me.

Causing you harm was the last thing I wanted. But when you surprised me in my underground lair...

...I reacted instinctively--hurling a *gas bomb* before I realized it was you.

Seeing you like this ...so beautiful...so *still*...

...reminds me all the more of my Emily.

...until you came into my life.

After all this time...

...I can't have found love, just to lose it again!

I thought I could never love another woman...

Not again!

I hate the thought of lying to her, but I *must*--!

IT'S ALL RIGHT, DEAR, I'M HERE. I HEARD YOU CRY OUT...YOU MUST HAVE BEEN HAVING A *NIGHTMARE!*

YES, I MUST HAVE. I COULDN'T--!

OH-- WHAT--?

N- NORMAN...?

NO! THAT WAS NO NIGHTMARE!

IT WAS *REAL!* I FOUND THAT SECRET PASSAGE IN YOUR STUDY...

"...YOU...YOU WERE DRESSED AS THAT HORRIBLE *CREATURE!*"

YES. THERE'S NO USE IN DENYING IT.

I AM THE *GREEN GOBLIN!*

"WHAT A DAY *THIS* IS SHAKING OUT TO BE...

I *THINK* THE COAST IS CLEAR...I *HOPE* SO! MY SPIDEY-SENSE HAS BEEN SO *WONKY* LATELY... WISH I KNEW WHY.

JUST LIKE I WISH I KNEW WHY...

...I *FINALLY* GET BACK TO SLEEP--AND THEN A CALL FROM THE *DAILY BUGLE* WAKES ME UP!

IF I DIDN'T NEED THE MONEY SO BADLY, I'D HAVE TOLD 'EM TO GET ANOTHER PHOTOG!

"...JOE ROBERTSON NEEDS ME AT THE BROOKLYN BRIDGE!"

'MORNING, PETER.

WHAT'S UP, ROBBIE? MUST BE BIG NEWS TO GET AN *EDITOR* OUT ON THE SCENE!

I WAS IN THE AREA WHEN THE CALL CAME THROUGH. *NYPD* GOT A TIP FROM A HOMELESS MAN THAT THE *GREEN GOBLIN* DUMPED A *BODY* IN THE RIVER BEFORE DAWN.

OH?

THEY WEREN'T SURE HOW *CREDIBLE* THE MAN WAS, BUT HE SEEMED SOBER...

"...AND THE POLICE DIVERS THINK THEY'VE FOUND SOMETHING--!"

I DON'T BELIEVE IT. IT...IT *CAN'T BE!*

TELL ME MORE ABOUT IT!

SPIDER-MAN?!?

YA *SEE?* I *TOLD* YA THERE WAS A *BODY--!*

AWRIGHT, *AWRIGHT!* LET'S TAKE A CLOSER LOOK HERE...

YOU'VE TAKEN MORE PICTURES OF SPIDER-MAN THAN JUST ABOUT ANYONE, PETER. WHAT DO *YOU* THINK? COULD IT BE HIM?

UH, I...I...

...REALLY CAN'T SAY. BUT WHOEVER HE IS, *I'VE* NEVER SEEN HIM BEFORE.

WHAT DO YOU THINK, HARRY, HOW'D HE DIE?

THAT'S FOR THE CORONER TO DECIDE. BUT IT LOOKS AS IF HE WAS *BEATEN* TO DEATH!

WAIT A *MINUTE*...

...I RECOGNIZE THIS MAN. NAME'S ALBERT BENDIX--HE WAS A *DOCTOR!* HE *COULDN'T* BE THE REAL SPIDER-MAN!

HOW CAN YOU BE SURE?

BECAUSE HE WAS INVOLVED IN A *MAJOR* MALPRACTICE TRIAL A FEW YEARS BACK--

--AT THE SAME TIME SPIDER-MAN WAS SEEN FIGHTING *THUNDERBALL* OUT ON LONG ISLAND!*

*IN THE RENOWNED AMAZING SPIDER-MAN #248. --RALF

THIS IS *CRAZY!* THE GOBLIN KNOWS *I'M* SPIDER-MAN--WHY WOULD HE KILL *THIS MAN?*

AND WHY DID I *DREAM* ABOUT IT? HOW DID I *KNOW?*

I THOUGHT I'D DREAMT ABOUT THE BRIDGE BECAUSE... THE GOBLIN KILLED GWEN STACY HERE. BUT NOW--!

THERE'S MORE TO THESE NIGHTMARES THAN A RUNAWAY IMAGINATION...

"...IT'S THE GOBLIN! HE HAS TO BE BEHIND THIS! BUT *HOW...?!?*"

MR. OSBORN?

I KNOW HE LIKES TO KEEP THE LIGHTS LOW ON HIS ESTATE, BUT IT MAKES IT HARDER THAN THE DEVIL TO FIND YOUR WAY AROUND.

MR. OSBORN? SIR?

HELLO? IS ANYBODY--

RIGHT *HERE,* MENKEN. WHAT DO YOU WANT?

I SEE.

OH? I...UH... BROUGHT YOUR *MEDS!*

WE'LL TAKE IT FROM HERE, BRETHREN.

AS YOU WISH.

SIR, IS IT WISE TO HAVE MEMBERS OF THE GOBLIN ORDER IN THE MANSION PROPER?

IN ADDITION TO THEIR OTHER TALENTS, THOSE TWO ARE GOURMET CHEFS.

SIR...?!

WE HAVE A BIT OF A SITUATION. KOLINA DISCOVERED THAT I AM THE GOBLIN.

SHE *WHAT?!*

SHE'S QUITE UPSET. SHE BARELY TOUCHED HER BREAKFAST OR LUNCH--!

I WAS AFRAID OF SOMETHING LIKE THIS! DIDN'T I *WARN* YOU?

SHE MUST BE DEALT WITH BEFORE--

I WILL DEAL WITH THIS, MENKEN--*MY WAY! UNDERSTAND!*

YES, SIR. OF COURSE.

HIS MOOD SWINGS ARE BECOMING MORE EXTREME AGAIN-- HE MUST BE OVERDUE FOR A NEW *DERMAL PATCH.* BEST TO *HUMOR* HIM FOR NOW.

ONCE I CONVINCE HIM THAT I'M WORTHY OF BEING HIS *HEIR,* I'LL CONTROL THE GOBLIN ORDER! I CAN FIX *EVERYTHING* THEN!

KOLINA, I'VE BROUGHT YOU DINNER...!

I AM NOT HUNGRY.

BUT I HAD YOUR FAVORITE MEAL PREPARED! PLEASE, EAT *SOMETHING!* I'M *WORRIED* ABOUT YOU!

IS THAT WHY YOU HAD ME LOCKED UP--A *PRISONER?*

YOU DON'T *UNDERSTAND.* IF YOU'D JUST LET ME *EXPLAIN...!*

I CAN'T BELIEVE HOW SHE HAS HIM *COWED.*

PERHAPS I CAN MAKE THAT *WORK* FOR ME...!

MS. FREDERICKSON...MR. OSBORN TOLD ME ABOUT WHAT HAPPENED. I REALIZE THAT YOU'RE UPSET... YOU'RE NEW TO THIS COUNTRY... YOU DON'T FULLY UNDERSTAND THE SITUATION.

I'VE WORKED FOR MR. OSBORN FOR *YEARS,* AND I WOULDN'T *DREAM* OF QUESTIONING HIS MOTIVES. WON'T YOU GIVE HIM A *CHANCE?* JUST HEAR HIM OUT!

Good old Menken... loyal to a fault.

VERY WELL. GO ON, NORMAN, I'M LISTENING...

THANK YOU, MY DEAR. WHERE TO BEGIN?

I'VE TOLD YOU HOW I SPENT MY LIFE RECLAIMING THE FAMILY FORTUNE...

...I HAD TO *FIGHT* FOR IT, EVERY STEP OF THE WAY! I HAD ENEMIES *EVERYWHERE*...

"...EVEN MY *PARTNER,* MENDEL STROMM! HE STOLE FROM COMPANY ACCOUNTS! BUT I *OUTSMARTED* HIM--HAD HIM *ARRESTED!*--AND SO, GAINED *COMPLETE CONTROL* OF THE CORPORATION...

"...AS WELL AS ACCESS TO STROMM'S NOTES ON AN *EXPERIMENTAL FORMULA.*"

THE SOLUTION IS TURNING *GREEN!* BUT.. *WHY?* WHAT DOES IT *MEAN?*

"THE WORLD *EXPLODED* AROUND ME. JUST AS I LOST CONSCIOUSNESS, I THOUGHT THAT STROMM HAD DONE ME IN!

"I WAS IN THE HOSPITAL FOR WEEKS. THE DOCTORS THOUGHT I'D SUFFERED *BRAIN DAMAGE...*

"...BUT THEY WERE WRONG-- *WRONG!* IF ANYTHING, THE ACCIDENT HAD MADE ME THINK *MORE CLEARLY*--AND IT GAVE ME GREAT *PHYSICAL MIGHT!*"

YOU CAN'T IMAGINE HOW *WONDROUS* IT FELT! I WAS *STRONGER, SMARTER* THAN ANYONE--

--*FREE* TO DO WHATEVER I WANTED, *UNBOUND* BY THE PETTY RULES OF ORDINARY SOCIETY!

OH, NORMAN... I NEVER *REALIZED!* THEN, YOUR... PROBLEMS...ALL STARTED WITH THAT ACCIDENT!

WHAT?! DIDN'T YOU HEAR WHAT I JUST *SAID?*

THANKS TO THAT LUCKY ACCIDENT, MY PROBLEMS WERE *OVER!* MY NEW LIFE JUST BEGUN!

WITH MY NEW POWER AND CUNNING, I BUILT A BUSINESS EMPIRE *FAR GREATER* THAN *ANY* MY FAMILY HAD *EVER IMAGINED!*

"AND I OUTFITTED SPECIAL OPERATIVES TO HELP ME ACQUIRE EVEN *MORE!* BUT THEY ALL *FAILED* ME! NONE OF THEM COULD STAND UP TO THAT *INFERNAL, INTERFERING SPIDER-MAN!*

"SPIDER-MAN! HE WAS *ALWAYS* IN MY WAY!

"I FINALLY DECIDED TO TAKE MATTERS INTO MY OWN HANDS..."

"...I CREATED THE IDENTITY OF THE *GREEN GOBLIN,* AND SET OUT TO PROVE MYSELF HIS *SUPERIOR!*

"AND I *DID!* OH, *YES,* I DID!

"THOUGH HE CONTINUED TO THWART ME I UNCOVERED HIS *GREATEST SECRETS...*

"...I *STRUCK BACK* AT HIM AND AT THOSE HE HELD *DEAR!* HE COULD *NEVER* STOP ME FOR LONG!

"ONCE, HE EVEN *KILLED* ME, BUT EVEN THEN I CAME BACK! I--!"

I *UNDERSTAND.* IT'S *ALL RIGHT,* NORMAN. YOU JUST NEED A NEW DERMAL PATCH--THE OLD ONE IS DEPLETED. A NEW ONE WILL HELP YOU THINK BETTER--!

HOW DARE YOU DOUBT ME?!

YOU WERE MY *NURSE!* DON'T TELL ME YOU NEVER NOTICED THESE *SCARS!*

I WAS *IMPALED! COLD STEEL* PIERCED MY *HEART!!*

SHE'LL *NEVER* UNDERSTAND! YOU CAN'T LET HER LIVE, KNOWING WHAT SHE KNOWS!

YES! YOU...

NORMAN--!

...YOU?

WHAT IS IT, NORMAN? WHAT'S *WRONG?*

...so much like Emily.

NORMAN, THIS IS *WRONG!* PLEASE, *STOP...*

Emily...

...DON'T--!

WHAT... WHAT WAS I THINKING?

I CAN'T-- I COULD NEVER-- HARM YOU.

NEVER.

IT'S ALL RIGHT, SIR!

I CAN HANDLE THIS--!

NO!

SNAP

DERMAL PATCHES

DERMOPATCH INDUSTRIES

NO ONE THREATENS THE WOMAN I LOVE!

NO ONE!!

NORMAN--!

BDAM

NORMAN, *STOP!*

YOU'LL *KILL* HIM!

SLOWLY. AS HE *DESERVES!!*

--BUT I'M...Y'R HEIR--

DERMAL PATCHES

THE DERMAL PATCHES!

THEY'LL CALM HIS MADNESS... IF I CAN JUST STALL HIM--!

NORMAN-- *LISTEN* TO ME!

IF YOU TRULY LOVE ME-- *STOP!* PLEASE, DON'T KILL HIM!

VERY WELL.

MY LORD, WE HEARD GUNFIRE!

--GAHK--

THAT IS OF NO CONCERN.

TAKE MENKEN AND KOLINA TO MY ADIRONDACK ESTATE-- *NOW!*

TEND TO HIS INJURIES. SEE THAT NO FURTHER HARM COMES TO HIM!

AND GUARD KOLINA WITH YOUR *LIVES!*

IT SHALL BE DONE!

THIS WAY! THE *GOBLIN-LORD* COMMANDS!

A-ALL RIGHT!

HIS PSYCHOSIS RUNS DEEPER THAN I EVER IMAGINED--! IS...

"...IS THERE *ANY HOPE* FOR HIM...FOR ANY OF *US?*"

Did Menken actually think I was considering him as *heir apparent?*

The *fool!*

My heir must be strong...and *brave!*

Kolina's a brave woman. Standing up to me took a lot of nerve.

More and more, she proves that she is worthy of my love... just as Emily was.

I love her so very much.

I must...no, I *will* find a way to make her understand that I am right!

I will *win back* her heart...

...In time.

It will all fall into place--

--once the *ultimate revenge* over Spider-Man is mine!

By now, Parker should be *firmly* under my control.

The *drugs* in the sample toothpaste I passed off to him, have deadened his Spider-Senses--

--and triggered the *first* of a series of *hallucinogenic dreams*...

...like the one he lived out when I had him dispose of Bendix's dead body after I killed him.

Stage Two was that special Compact Disc, laced with subliminal instructions-- convincing Peter to *reject* his other identity, to see Spider-Man as his enemy...

...and to *surrender* to the *dark dynasty* of the *Goblin!* Even now, he should be approaching the hideaway I prepared especially for him!

No doubt, he'll still *hesitate.* On some subconscious level, he will continue to fight me. His will is *strong*...

...that's what makes him so worthy an adversary!

But in the end, it is *my will* which shall prevail--

--*my way* of thinking which he will embrace!

And then, I will truly have my revenge over Spider-Man!

YES... YES!!!

Spider-Man will be *conquered* by the one foe he cannot defeat--

AH-HAH-HAH-HAH-HAH-HA!!

--PETER PARKER, my chosen HEIR!

A SON truly worthy of the GREEN GOBLIN!

THE END?

OR THE BEGINNING...?

FOLLOW THE FINALE OF THIS STUNNING SAGA IN THE PAGES OF THE DOUBLE-SIZED AMAZING SPIDER-MAN AND PETER PARKER: SPIDER-MAN #25! ON SALE SOON!

MARVEL® COMICS

DOUBLE SIZED ISSUE!

THE AMAZING SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

#25

WWW.MARVEL.COM

AT A DEMONSTRATION ON RADIATION, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER FROM WHICH HE GAINED THE ARACHNID'S INCREDIBLE ABILITIES. WHEN A BURGLAR KILLED HIS BELOVED UNCLE BEN, A GRIEF-STRICKEN PETER VOWED TO USE HIS GREAT POWERS IN THE SERVICE OF HIS FELLOW MAN, BECAUSE HE LEARNED AN INVALUABLE LESSON: WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY.

STAN LEE PRESENTS:

THE AMAZING SPIDER-MAN!

I can still hear his voice.

Echoing in my mind.

As if it were yesterday.

As if I were still a child.

Darkness Calling

HOWARD MACKIE/JOHN ROMITA JR.
SCOTT HANNA
STORY AND ART
GREGORY WRIGHT COLORS
RICHARD S & COMICRAFT'S TROY PETERI LETTERS
LARA CASTLE ASS'T EDITOR RALPH MACCHIO EDITOR
JOE QUESADA EDITOR IN CHIEF

NORMAN!

COME HERE!

BE A MAN!

BE AN OSBORN!

But it was long ago and I was a child.

And I was very afraid.

COME ON, BOY -- DON'T DELAY. A LITTLE DARKNESS NEVER HURT ANYBODY.

Afraid of the dark.

Afraid of the house.

But more afraid of my father.

YOU'VE GOT TO LEARN, SON.

I PROMISE YOU, THIS IS FOR YOUR OWN GOOD.

THIS IS OUR FAMILY ESTATE. BUILT BY YOUR GRANDFATHER HIMSELF.

IT'S JUST ONE NIGHT... IT'LL BE OVER BEFORE YOU KNOW IT.

I'LL PICK YOU UP IN THE MORNING AND YOU'LL WONDER WHAT YOU WERE EVER AFRAID OF.

I thought it was my father who didn't understand.

YOU'LL THANK ME FOR THIS ONE DAY, I PROMISE YOU.

I was petrified.

Through tear-filled eyes I pleaded with him.

The darkness is still here... it still calls to me.

This is where I learned to embrace it.

I made friends with the shadows within our familial home...

...and within my soul.

I entered a fearful, sniveling little brat. But when I emerged... how I saw things differently then.

My father was right. I should have thanked him when I had the chance.

NO.

COME, LITTLE ONE.

THERE IS NOTHING YOU NEED FEAR.

NOT FROM ME.

OR FROM THE DARKNESS.

FWAM

GREENWICH VILLAGE.

THIS WAS NICE, *RANDY*. YOU ALWAYS MANAGE TO SHOW ME A PART OF THE MANHATTAN LIFESTYLE I'VE NEVER SEEN.

OKAY... I'LL TAKE THAT AS A COMPLIMENT, BUT... ONLY "*NICE?*"

I WAS KIND OF HOPING FOR SOMETHING MORE.

ONE STEP AT A TIME... OKAY?

OKAY.

SO... HOW'S *PETER* DOING? THE ROOMMATE THING WORKING OUT WITH YOU GUYS AFTER ALL THIS TIME?

YOU KNOW WHAT? HEY, I GOT AN IDEA. HOW ABOUT TONIGHT, JUST FOR A CHANGE, WE FORGET ABOUT PETE AND TALK ABOUT *US?*

OKAY.

SORRY.

HAHAHEE!

HAHAHAHAHAHA!

THE GREEN GOBLIN!

GLORY! WE... ER... WE'VE GOT TO... I... A...

BRAKOOM

RUN!

THIS DOESN'T MAKE SENSE.

I KNEW THAT NIGHTMARE I HAD MEANT SOMETHING.

Revenge of the Green Goblin limited series #3 -- Limited Ralf.

I MEAN WHAT WOULD THE GREEN GOBLIN WANT FROM *US?*

WHO CARES?! JUST *RUN!*

HA HA HEE HEE! HA HA!

FWANG

HE'S JUST... *LEAVING?*

I... GUESS SO. *WHAT* JUST HAPPENED HERE?

I HAVE NO IDEA.

ARE THEY COMING HOME *YET, UNCLE BEN?* ARE THEY?

SORRY, BUDDY.

YOUR MOM AND DAD CAN'T BE HERE TODAY, BUT YOUR *AUNT MAY* AND I COULDN'T BE PROUDER OF OUR JUNIOR SCIENTIST.

THAT'S RIGHT, *PETER* DEAR.

BUT THEY'LL BE BACK *SOON,* RIGHT?

SEE? THAT'S THEM NOW.

THAT'S THE WATSONS FROM NEXT DOOR, PETER. NOW, STAND STILL AND LET ME HELP YOU GET DRESSED.

HAVE YOU *MET* THE LITTLE WATSON GIRL YET, PETER?

THAT *MARY JANE* IS *SO* SWEET. I'M *SURE* SHE'S GOING TO GROW UP TO BE A BEAUTY.

UH HUH!

IT'S NOT FAIR, UNCLE BEN.

THEY'RE NEVER HERE... NOT WHEN I REALLY NEED THEM.

SOMETIMES, BEFORE I FALL ASLEEP, I IMAGINE I SEE THEM.

IT'S AS IF THEY'VE FINALLY COME BACK, AFTER ALL THIS TIME. BUT... YOU KNOW...

...IT'S ALWAYS JUST A TRICK OF THE LIGHT.

THEY'RE NEVER COMING BACK, ARE THEY?

NO, SON, THEY'RE NOT.

I WISH I'D BEEN ABLE TO KNOW MY DAD.

I UNDERSTAND, PETEY, BUT *YOU* KNOW I HAVE ALWAYS CONSIDERED YOU LIKE A SON TO ME, DON'T YOU?

I KNOW, UNCLE BEN, BUT I'M GOING TO LOSE YOU, TOO... SOON. AND *THEN* WHO WILL I HAVE? WHO'S GOING TO TEACH ME STUFF?

YOU'RE GOING TO DO FINE, SON.

GO AHEAD, PETER.

DO THE RIGHT THING.

MAKE US *PROUD.*

WHAT THE --?

OH, MAN! THAT WAS ONE WEIRD DREAM.

RANDY?

WHAT'S GOING ON OUT THERE?

I FEEL LIKE I HAVEN'T SLEPT A WINK. MAYBE I'M GETTING SICK OR SOMETHING.

NO!

DON'T PUT ME ON HOLD AGAIN! I NEED TO SPEAK TO SOMEONE! THIS IS *URGENT!*

OKAY... I'VE TAKEN A BREATH. NO, *PLEASE* JUST LISTEN TO ME.

IT WAS THE *GREEN GOBLIN!* HE ATTACKED ME AND THEN RAN INTO A STREET LAMP AND --

ST

MADISON AVE

NO! I HAVE NOT BEEN *DRINKING!*

AND I *NEVER* DO *THAT!*

GLORY? WHAT'S UP?

THE GREEN GOBLIN.

HE'S BACK.

OH, *PETER...* DO WE HAVE TO GO THROUGH THIS ALL AGAIN?

WILL YOU *LISTEN* TO ME?!

I'VE BEEN ATTACKED, YOU *MORON!*

WHY WON'T YOU HELP ME --?

HELLO? HELLO?

THEY HUNG *UP* ON ME!

SLAM

JERKS!

MY FATHER IS THE EDITOR IN CHIEF OF THE DAILY BUGLE! I'M GOING TO HAVE HIM...

ARRGGH!

BLAM

RANDY... IT'S GOING TO BE OKAY.

NO... NO, IT'S NOT. I CAN'T MAKE SENSE OF IT... WHY *US?* WHY?

PETER? WHAT DO YOU THINK --?

"WHERE DID HE GO?"

PETER?

I CAN'T BELIEVE HOW TIRED I AM THESE DAYS. IT'S LIKE MY BODY IS ONE GIANT BRUISE ON THE INSIDE.

BUT IF THE GREEN GOBLIN IS BACK IN TOWN... IF *NORMAN* IS BACK... I'VE GOT TO BE OUT THERE AS...

...SPIDER-MAN!

IT WOULD BE JUST LIKE NORMAN TO STRIKE AT ME THROUGH MY FRIENDS.

HE'S ONE OF THE FEW MEN ALIVE WHO KNOWS MY SECRET IDENTITY.

I THOUGHT AFTER THAT PSEUDO-MYSTICAL *GATHERING OF FIVE* CEREMONY HE PERFORMED, HE WENT EVEN FURTHER OFF THE DEEP END THAN HE'S EVER BEEN.

THOUGHT HE WAS GONE FOR GOOD.

NOT THAT NORMAN EVER STAYS DOWN FOR LONG.

HOW COULD I HAVE BEEN SO BLIND? TO NOT SEE THE SIGNS OF HIS RETURN?

HAVE I REALLY BEEN *SO* BURIED IN MY OWN LIFE SINCE MARY JANE... SINCE SHE DIED... THAT I COULDN'T SEE ALL THE DAMAGE THE GOBLIN HAS OBVIOUSLY BEEN CAUSING AROUND THE CITY?

To find out how Norman came back THIS time check out THE REVENGE OF THE GREEN GOBLIN limited series. On sale now -- Repetitious Ralf.

HE'S MY GREATEST ENEMY.

HAS BEEN ALMOST SINCE THE BEGINNING.

HE'S ALWAYS TRIED TO TAKE *EVERYTHING* AWAY FROM ME.

ALWAYS STRUCK AT THE ONES I LOVED THE MOST...

...EVEN HIS OWN SON -- MY BEST FRIEND, HARRY, WAS POISONED BY THE GOBLIN LEGACY.

GWEN STACY... THE FIRST GREAT LOVE OF MY LIFE... HE *KILLED* HER.

AND THEN YEARS AFTER I WATCHED HIM DIE, IMPALED ON HIS OWN GOBLIN GLIDER...

...OSBORN RETURNED TO MAKE MY LIFE HELLISH AGAIN.

AND HERE THE SIGNS ARE ALL AROUND.

HOW COULD I HAVE BEEN SO *BLIND*?!

HAS *EVERYONE* KNOWN?

I'VE GOT TO GET TO THE BUGLE.

NORMAN HATES *J. JONAH JAMESON ALMOST* AS MUCH AS HE HATES *ME*.

IF HE REALLY *IS* BACK...

...THEY'RE GOING TO HEAR FROM HIM.

HOO BOY!

LOOKS LIKE I WAS RIGHT...

...BUT LATE!

FDNY

HOW COULD THIS HAVE HAPPENED WITHOUT ME KNOWING?

WHY WOULD HE DO ALL THIS AND *NOT* COME AFTER ME?

IS IT JUST MORE OF THAT PART OF THE GAME THAT NORMAN TAKES PLEASURE IN...

...TORTURING ME BY LETTING ME KNOW EVERYTHING HE'S DOING?

WHAT'S HE UP TO *THIS* TIME?

I'VE GOT TO SEE JONAH.

I DON'T KNOW HOW MUCH MORE OF THIS I CAN TAKE.

THIS KIND OF THING IS GETTING TO ME... THE CONSTANT RECONSTRUCTION... THE BEATINGS... THE INSANE SUPER-VILLAINS.

I'M GETTING TOO OLD FOR THIS.

JONAH? WHAT HAPPENED HERE?

HE WAS LOOKING FOR *YOU*, SPIDER-MAN.

HUH? *ROBBIE*... MISTER ROBERTSON?

IT WAS FAST AND BRUTAL THIS TIME.

HE DIDN'T DO *MUCH* TALKING, BUT DID SAY SOME THINGS ABOUT DESTROYING YOU AND EVERYONE YOU EVER TOUCHED. TAKING AWAY YOUR *"PATHETIC LIFE."*

BUT THERE WAS SOMETHING... I DON'T KNOW... SOMETHING DIFFERENT ABOUT HIM.

IN WHAT WAY?

I DON'T KNOW... I WAS TOO BUSY DIVING FOR COVER... I DON'T KNOW IF IT WAS THE SAME VOICE... HE NEVER SEEMED QUITE BALANCED ON THE GLIDER... SOMETHING... IT JUST DIDN'T SEEM LIKE THE SAME GOBLIN --

SPIDER-MAN.

HELP! POLICE!

IT'S THE *WEB-SLINGER!*

HE'S HERE TO FINISH THE JOB!

HELP!

FREEZE!

FWAM

NO THANK YOU.

SOMETIMES THIS ALL GETS SO TEDIOUS.

THE OTHER SIDE OF TOWN.

THE PENTHOUSE APARTMENT OF LIZ AND NORMIE OSBORN.

I GUESS LIZ IS EXPECTING COMPANY.

CAN'T BLAME HER FOR NOT WANTING HER FATHER-IN-LAW TO BE AROUND HER SON.

HER HUSBAND HARRY AND I WERE CLOSE... BEFORE HE TOOK UP HIS FATHER'S GOBLIN IDENTITY... BUT I COULDN'T EVEN *IMAGINE* BEING PART OF *THAT* FAMILY.

WHEN HARRY DIED... LEAVING A WIFE AND A KID... I --

HI, SPIDEY-MAN!

NORMIE?

WHAT ARE YOU DOING HERE ALL BY YOURSELF?

WAITING.

WAITING FOR WHAT?

NOT FOR *WHAT*. FOR *WHO*, SILLY!

OKAY... WHO?

MY *DADDY*.

HE'S GOING TO COME BACK. I KNOW HE IS. GRANDPA... *HE* ALWAYS COMES BACK, SO I KNOW MY DADDY WILL TOO.

I JUST HAVE TO BE GOOD AND WAIT.

HAVE YOU SEEN YOUR GRANDPA LATELY?

YUP.

OH.

GRAMPA COMES TO VISIT ME, SOMETIMES. I'LL BET HE KNOWS WHERE MY DADDY IS.

WANNA WAIT HERE WITH ME FOR HIM?

SURE, NORMIE...

...WE CAN WAIT FOR HIM TOGETHER.

THIS IS *MORE* THAN I COULD HAVE HOPED FOR.

IT ALL MAKES SENSE NOW.

THIS IS THE WAY IT SHOULD HAVE *ALWAYS* BEEN.

SEVERAL HOURS LATER...

JUST LIKE IT WAS WHEN I WAS A KID.

ALWAYS WATCHING.

WAITING FOR MY DAD TO COME HOME.

POOR LITTLE GUY'S COMPLETELY CONVINCED... I GUESS I KNOW HOW HE FEELS.

"I'VE GOT TO HEAD OUT TO QUEENS.

"I *NEED* TO SEE AUNT MAY TONIGHT."

JUST BEING HERE MAKES ME FEEL BETTER.

THE YARD... THIS TREE... THIS *HOUSE!*

IT'S HOME.

ALWAYS SO BRIGHT... SO WARM AND INVITING.

I *LOVE* WALKING THROUGH THIS DOOR.

DING DONG

PETER?

OH... IT'S ALWAYS SO WONDERFUL TO SEE YOU AT THAT DOOR, DEAR!

AND IT'S PRETTY GOOD TO BE SEEN.

LET'S GET YOU FED.

A SHORT TIME LATER...

YOU KNOW, PETER, EVER SINCE YOU WERE A LITTLE BOY...

...I JUST *LOVED* WATCHING YOU *EAT*.

AND I'M SURPRISED I EVER MANAGED TO STAY SO LITTLE WITH ALL THE FOOD YOU SHOVED AT ME.

PISH POSH... YOU'VE GOT *PARKER* GENES. YOU'LL BE SKINNY AS A RAIL YOUR ENTIRE LIFE.

JUST LIKE YOUR FATHER.

WELL, I HOPE -- OOLPH!

ARE YOU OKAY, DEAR?

YEAH... JUST A LITTLE ACHY.

GUESS I'M JUST GETTING OLD.

YOU DON'T KNOW WHAT *OLD* IS, KIDDO!

WHAT YOU NEED IS A GOOD NIGHT'S SLEEP... A HOT BATH IN THE MORNING AND A BIG BREAKFAST.

OH YEAH... WHAT I NEED IS *MORE* FOOD!

OH, AUNT MAY, I KEEP FORGETTING TO COPY THIS CD OF UNCLE BEN AND HIS BARBERSHOP QUARTET ONTO TAPE FOR YOU!

SORRY... BUT I'VE REALLY BEEN ENJOYING LISTENING TO IT. I MUST PLAY IT FIVE OR SIX TIMES A DAY.

THAT'S OKAY, DEAR. DO IT WHEN YOU HAVE THE TIME.

I ALWAYS HAVE THE MEMORIES OF BEN SINGING RIGHT TO ME.

AS NICE AS IT WAS OF CHARLIE ABBOTT'S GRANDSON TO SEND IT TO ME... I PREFER THE WAY I HEAR BEN'S VOICE IN MY HEAD.

I'LL... -YAWN- DO IT SOON... PROMISE.

THAT WOULD BE NICE, DEAR.

'NITE, AUNT MAY.

YOU KNOW, PETER... YOU'VE ALWAYS BEEN SUCH A GOOD BOY...

ZZZZZZ

HAHAHEE HEE!
HAHAHAHAHAHA!

HELLO?

WHO'S THERE?

DADDY? IS THAT *YOU*?

HAHAHEE HEE!
HAHAHAHAHAHA!

BE STRONG, SON.

MAKE US PROUD.

A SHORT TIME LATER...

HUH?

WOOOOO WOOOOO

ANOTHER DREAM... AND I STILL FEEL HORRIBLE.

GOT TO FIGURE OUT *HOW* TO GET A GOOD NIGHT'S SLEEP.

WONDER WHERE THE FIRE --

-- NAH. IT COULDN'T BE *THERE.* NOT AFTER WHAT HAPPENED LAST MONTH.

NOT GOING TO GO BACK TO SLEEP ANYWAY, SO...

...MIGHT AS WELL CHECK IT OUT.

FDNY

JEEZ! IT *IS*... THE *STACY* HOUSE!

BUT THEY JUST WERE REBUILDING AFTER THE EXPLOSION LAST MONTH. HOW COULD SOMETHING LIKE THIS HAVE HAPPENED?

THERE! *ARTHUR* AND *JILL!* AT LEAST THEY'RE SAFE!

In Issue #23 of Amazing Spider-Man --Reliable Ralf.

JUST *LISTEN* TO ME! IT WAS THE GREEN GOBLIN!

HE CAME IN HERE LAUGHING AND DESTROYING AND I DON'T KNOW WHY!

OKAY, SIR, WE'LL GET THE FIRE OUT AND THEN --

MY SON! PAUL! HE'S STILL IN THERE!

THE GOBLIN WAS PARTICULARLY FOCUSED ON CHASING HIM DOWN. I HAD TO GET MY DAUGHTER OUT OR I WOULD HAVE --

-- PLEASE! WE'VE GOT TO GO IN... FIND HIM.

"SORRY, SIR. THE FIRE... NO ONE COULD GET IN THERE NOW.

"AND EVEN IF THEY COULD... NO ONE COULD POSSIBLY HAVE --

"--I'M SORRY."

PAUL?

ALL TRUSSED UP AND BOOBY-TRAPPED WITH A PUMPKIN BOMB?

WHY WOULD THE GOBLIN TARGET *HIM?*

OKAY, PAUL, I NEED YOU TO STAY TOTALLY STILL.

I THINK I CAN DO THIS.

THAT'S IT.

LOOKS LIKE WE'RE *BOTH* GOING TO LIVE TO HATE EACH OTHER ANOTHER DAY, HUH?

MAYBE.

KRAK

DADDY... PAUL?

DEAR LORD...

EXCUSE ME...

...THIS MAN NEEDS MEDICAL ATTENTION.

PLEASE?

YOU CAN ALL THANK ME *LATER.*

I MEAN *AFTER* YOU'VE PUT YOUR GUNS AWAY.

596

F.D.

NOTHING EVER CHANGES. NO MATTER *WHAT* I DO THEY --

WHAT'S THIS?

WHAT DID YOU DO, NORMAN?

LEAVE IT BEHIND AS A CALLING CARD FOR ME?

WHERE *ARE* YOU?

I KNOW YOU'RE HERE!

WATCHING ME!

PLANNING YOUR NEXT SICK MOVE!

IT ALWAYS COMES DOWN TO THIS.

YOU AND ME.

LET'S JUST GET IT OVER WITH!

COME OUT AND JUST *FIGHT* ME, NORMAN!

EXCELLENT.

HE IS READY.

A SHORT TIME LATER...

AUNT MAY,
I'M SORRY FOR LEAV
IN THE MIDDLE OF THE N
I HAD TO GET BACK TO
CARE OF ROCCO! THE
HASN'T BEEN CHANGE
SMELLS HORRIBLE.
ALL M
PETE

ELSEWHERE...

BE IT EVER SO HUMBLE...

RANDY? YOU HERE?

LOOKS LIKE I'VE GOT THE PLACE TO MYSELF. JUST ME AND...

MADISON

...A FULL ANSWERING MACHINE.

<BREEP> PARKER? THIS IS JAMESON! GET YOUR BUTT DOWN TO THE BUGLE NOW!

THIS GREEN GOBLIN THING... I WANT PICTURES, BOY! PLENTY OF PICTURES, <BREEP>

BREEP PETER... SNIFF... IT'S ME, JILL... SOMETHING AWFUL HAS HAPPENED, PETER... I REALLY COULD USE YOUR SHOULDER. <BREEP>

<BREEP> HI, PETER, IT'S BETTY BRANT. LOOK... THE GOBLIN IS ON A RAMPAGE.

SEEMS LIKE THE BUGLE'S BEEN TARGETED. I'M GOING HOME TO VISIT MY MOM. CAN'T TAKE ANY MORE OF THIS. JUST STAY LOW, BUDDY. <BREEP>

7 SAVE PLAY REPEAT

HE'S DOING IT.

<BREEP> PETE, IT'S RANDY. I CAN'T BE HOME RIGHT NOW. TOO SHAKEN UP. I'M STAYING WITH A FRIEND. I'LL CALL YOU. <BREEP>

3 SAVE PLAY REPEA

NORMAN'S GOTTEN INTO EVERY PART OF MY LIFE.

LOOKS LIKE IT'S NO SLEEP FOR *ME* TONIGHT.

GONNA JUST CLEAN UP AND GO FIND HIM.

MADISON AVE

FINISH THIS OFF.

JUST WISH I FELT LESS... TIRED --

WHOA... HEAD... SPINNING...

...SOMETHING... WRONG...

TOOTHPASTE... SOMETHING...

...IN... THE...

...TOOTHPASTE...

THAT'S IT... WHY SO... TIRED... WHY STRANGE DREAMS...

...TOOTHPASTE!

FWAM

VERY GOOD, MY BOY.

BUT I'M AFRAID YOU FIGURED IT OUT A LITTLE TOO LATE.

THE TOOTHPASTE WAS JUST ONE OF THE *MANY* SURPRISES I HAD SENT YOUR WAY.

REST EASY, MY BOY, IT'LL ALL BE OVER BEFORE YOU KNOW IT.

THERE IS NOTHING TO BE AFRAID OF.

YOU'RE GOING TO MAKE ME PROUD.

TIME TO WAKE UP, SON.

I'VE GOT YOU. THERE'S REALLY NOTHING TO BE AFRAID OF... I KNOW... I'VE BEEN THERE.

OF COURSE, I WAS YOUNGER THAN *YOU* WERE WHEN I ENTERED THE HOUSE AND HEARD THE CALL OF THE DARKNESS, BUT...

...THERE'S NOTHING TO BE DONE ABOUT IT NOW. WE'LL HAVE TO WORK HARDER WITH YOU BECAUSE YOU'RE OLDER.

YOU'RE INSANE, NORMAN.

YOU MAY WELL BE RIGHT.

BUT LET'S NOT GET OFF ON THE WRONG FOOT. WE'RE HERE TO HELP *YOU* FIND YOUR WAY.

THE DARKNESS WILL SAVE YOU, M' BOY. I PROMISE YOU THAT.

IT DID ME... *TWICE!*

THE FIRST TIME, WHEN I WAS A CHILD... IT KEPT ME SAFE AND TOOK AWAY MY FEARS.

THE SECOND TIME WAS WHEN I GOT IMPALED ON MY GOBLIN GLIDER... YOU REMEMBER THAT, DON'T YOU?

YOU MIGHT CALL IT A NEAR DEATH EXPERIENCE. I WAS HEADING DOWN THAT TUNNEL... TOWARD THE LIGHT, WHEN...

...THE DARKNESS CALLED ME BACK. TOOK A LEFT TURN AND IT SAVED MY LIFE.

AND IT WILL DO THE SAME FOR *YOU*, MY BOY.

Back in Amazing Spider-Man Vol.1 #122 -- Recallin' Ralf.

YOU'LL SEE.

I KNOW, UNCLE BEN, BUT I'M GOING TO LOSE YOU, TOO... SOON. AND *THEN* WHO WILL I HAVE? WHO'S GOING TO TEACH ME STUFF?

COME TO ME, SON!

PETER?

COME TO ME, SON!

THEY'RE NEVER COMING BACK, ARE THEY?

NO, SON, THEY'RE NOT.

DADDY?

IS THAT *YOU*?

HAVE YOU COME BACK?

I WISH I'D BEEN ABLE TO KNOW MY DAD.

I UNDERSTAND, PETEY, BUT *YOU* KNOW I HAVE ALWAYS CONSIDERED YOU LIKE A SON TO ME, DON'T YOU.

YOU'RE GOING TO DO FINE, SON.

GO AHEAD, PETER.

DO THE RIGHT THING.

MAKE US *PROUD*.

THE RESIDENCE OF LIZ OSBORN...

HUH?

DADDY? IS THAT YOU?

COME TO ME, SON.

SORRY TO DISRUPT YOUR DREAMS, M' BOY, BUT IT IS TIME TO GET TO THE BUSINESS AT HAND.

I'M NOT PLAYING ANY MORE OF YOUR GAMES, NORMAN.

NO MORE GAMES.

YOU CAN LEAVE *ANY* TIME YOU LIKE.

THE DARKNESS DOESN'T APPEAL TO YOU...

...THEN GO FIND THE SAFETY OF THE LIGHT.

GO.

I WILL NOT TRY TO STOP YOU.

BUT YOU'VE GOT TO ADMIT...

...THERE *IS* SOMETHING ENTICING ABOUT THE DARKNESS.

IT'S NOT *NEARLY* AS COLD AS PEOPLE MAKE IT OUT TO BE.

RATHER... COMFORTING.

IF YOU THINK ABOUT IT, WE ALL BEGIN AND END IN DARKNESS.

PAIN ONLY COMES FROM THE LIGHT OF DAY.

LIFE, AND ALL ITS HORRORS, ARE REVEALED IN THE LIGHT.

TAKE SUNLIGHT AS AN EXAMPLE.

YOU HAVE TO SQUINT YOUR EYES, PUT ON SUN BLOCK, SWEAT, AND THEN WHAT...

...SEEK OUT THE SHADE. THE MEREST *HINT* OF THE DARKNESS.

SHUT UP, NORMAN.

I'M LEAVING.

NO ONE IS STOPPING YOU, M' BOY.

DADDY, IS THAT YOU?

WHERE ARE YOU, DADDY? I'M SCARED. HAVE YOU COME BACK TO HELP ME?

NORMIE?

WHAT ARE YOU DOING, NORMAN? WHAT KIND OF TWISTED GAME ARE YOU PLAYING WITH YOUR OWN GRANDSON?

THE BOY NEEDS A FATHER, PETER. *EVERY* BOY NEEDS A FATHER. I'M JUST TRYING TO GIVE HIM WHAT HE NEEDS.

HELP HIM IF YOU WISH.

YOU COULD *NEVER* --

IF NOT *ME*...

...THEN WHO?

THUNK

DADDY!

THIS IS WHAT IT WAS ALL ABOUT, NORMAN?

HOW CAN ONE MAN BE SO SADISTIC?

BAD ENOUGH YOU HAVE TO ATTACK MY FRIENDS TO GET AT ME.

DADDY... PLEASE!

BUT NOW YOU'RE TERRORIZING YOUR OWN GRANDSON.

I DID NO SUCH THING, M' BOY.

ESPECIALLY NOT TO YOUR FRIENDS.

I SAW WHAT YOU DID.

TO THE BUGLE. THE STACYS. RANDY AND GLORY.

DID YOU? DID YOU REALLY?

HELP ME, DADDY.

DADDY!

CRUNCH

NOT EVERYTHING IS AS IT APPEARS.

THIS WAS ALL YOUR DOING, M' BOY.

WRONG, OSBORN! I'M NOT RESPONSIBLE FOR YOUR ACTIONS.

I WOULDN'T BE SO SURE OF THAT IF I WERE YOU, PETER.

DON'T RUSH TO JUDGMENT, M' BOY. THE LIGHT ONLY BRINGS PAIN.

TRUST ME.

TRUST *YOU?* I'D HAVE TO BE AS CRAZY AS YOU ARE.

I ONLY WANT WHAT'S BEST FOR YOU. IT'S THE DARKNESS THAT SOOTHES... THAT COMFORTS...

...THAT GIVES THE OSBORNS OUR STRENGTH. HARRY COULDN'T BEAR THE POWER OF THE DARKNESS. IT DROVE HIM MAD -- KILLED HIM. I HAVE HIGHER HOPES FOR YOU.

NEWSFLASH NORMAN: I'M *NOT* AN OSBORN.

FRZZZT

MAYBE YOU'RE A LOT MORE "OSBORN" THAN YOU THINK.

A SHORT TIME LATER...

I TRIED TO WARN *YOU*, M' BOY.

THE LIGHT BRINGS AGONY. ONLY THE DARKNESS OFFERS ANY COMFORT.

UNNH... IS THERE... SOME KIND OF *POINT* TO ALL OF THIS?

YOU *DO* HAVE ONE, DON'T YOU?

YES.

YES, I DO.

I ALREADY TOLD YOU...

...IT WASN'T ME.

I'VE COME TO REALIZE SOME THINGS, PETER -- ABOUT YOU, ABOUT ME -- ABOUT WHERE WE STAND IN ALL OF THIS MADNESS.

UNNH... *WHAT* ARE YOU TALKING ABOUT?

SIMPLY THAT I WISH TO GIVE YOU THAT WHICH RIGHTFULLY BELONGS TO YOU, SON.

YOU DON'T REMEMBER, DO YOU?

IT WASN'T ME IN THE COSTUME, PETER.

IT WASN'T ME WHO TERRORIZED YOUR FRIENDS AND LOVED ONES.

IT *WAS* ALL YOU, M' BOY!

YOU ALL ALONG!

COME NOW.

ENTER THE DARKNESS.

BE A MAN.

BE AN *OSBORN.*

TO BE CONTINUED IN PETER PARKER #25

MARVEL® COMICS

DOUBLE SIZED ISSUE!

PETER PARKER™ SPIDER-MAN®

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#25

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BuckyX

JENKINS
BUCKINGHAM
GREEN

...DEARLY BELOVED, AS WE GATHER HERE TODAY TO WITNESS THE PASSING OF PETER PARKER -- A YOUNG MAN SO GREATLY ***LOVED*** BY SO MANY -- LET US ALSO CELEBRATE THE ***VIBRANCY*** OF HIS LIFE.

PETER HIMSELF WOULD HAVE BEEN THE FIRST TO TELL US... THERE WERE ***MORE*** THAN ENOUGH TEARS SHED DURING HIS FEW BRIEF YEARS ON THIS PLANET.

INSTEAD, HE WOULD HAVE ASKED US TO PUT ***ASIDE*** OUR GRIEF, AS HE HIMSELF WAS ASKED TO DO SO MANY TIMES. HE WOULD HAVE URGED US TO SMILE IN THE FACE OF THIS ADVERSITY...

...PERHAPS HE WOULD HAVE GENTLY REMINDED US THAT HE'S NOW WITH HIS PARENTS, HIS WIFE AND CHILD, HIS BELOVED UNCLE ***BEN***.

OHH... MISTER JAMESON...

I'M SORRY FOR ***YOUR*** LOSS, MADAM. YOUR NEPHEW WAS LIKE A ***SON*** TO ME.

"SO, LET US BID PETER A FOND FAREWELL AS HE TRANSCENDS TO A *BETTER* PLACE...

"...THE LIFE EVERLASTING BEYOND THIS MORTAL PLANE..."

PETER PARKER

...IN THIS HARSH CLAY WE REST OUR BROTHER'S EARTHLY REMAINS AS HIS SPIRIT PASSES OVER INTO THE *LIGHT ETERNAL*...

H... HEY! CAN ANYONE HEAR ME OUT THERE...?

...ASHES TO ASHES, DUST TO DUST...

PETER PARKER

AUNT MAY! RANDY! IT'S *ME*, PETER! CAN'T YOU *HEAR* ME?

NNAWW! YOU GOTTA LISTEN TO ME! DON'T LEAVE ME HERE!

PLEASE -- GET ME OUT OF HERE!

I'M NOT DEAD!

AT A DEMONSTRATION ON RADIATION, HIGH SCHOOL STUDENT PETER PARKER WAS BITTEN BY AN IRRADIATED SPIDER FROM WHICH HE GAINED THE ARACHNID'S INCREDIBLE ABILITIES. WHEN A BURGLAR KILLED HIS BELOVED UNCLE BEN, A GRIEF-STRICKEN PETER VOWED TO USE HIS GREAT POWERS IN THE SERVICE OF HIS FELLOW MAN, BECAUSE HE LEARNED AN INVALUABLE LESSON: WITH GREAT POWER MUST ALSO COME GREAT RESPONSIBILITY.

STAN LEE PRESENTS:

PETER PARKER, SPIDER-MAN!

Trick of the Light

PAUL JENKINS Writer MARK BUCKINGHAM Penciler GREEN/RAMOS/BUCKINGHAM Inkers JOE ROSAS Colors
RICHARD STARKINGS & COMICRAFT'S TROY PETERI Letters LARA CASTLE Ass't Editor RALPH MACCHIO Editor JOE QUESADA Chief

...NNN... 'M NOT DEAD...

...PLEASE... Y' GOTTA LET ME OUT...

...LEMME OUT... LEMME OUT...

I'M SORRY, PETER. THIS IS THE ONLY WAY.

THERE, THERE... BE *STILL*, BOY -- IT'S JUST THE NOISE OF THE STORM THAT TROUBLES YOU. I PROMISE YOU, IT WILL ALL BE *OVER* SOON.

YOU MUSTN'T FIGHT THE DRUG, MY BOY -- *ACCEPT* IT. THE HALLUCINOGEN IN YOUR SYSTEM CONTAINS TRACES OF MY OWN GOBLIN FORMULA -- ENOUGH TO OPEN YOUR EYES TO ITS POTENTIAL.

UHH... AUN' MAY... IZZAT YOU...?

LISTEN TO THE SOUND OF MY *VOICE*, PETER. *ACCEPT* THE CHANGE GOING ON INSIDE YOU.

HHH... IT *HURTS*...

I *KNOW*... BUT THAT'S A NECESSARY PART OF THE PROCESS. YOU HAVE TO GO INTO THE DARKNESS, SON...

NNN --

...IT'S THE ONLY WAY YOU'LL EVER SEE THE *LIGHT* --

--NNAHH!

LISTEN TO ME, PETER -- I'M GOING TO TELL YOU ABOUT SOMETHING MY FATHER -- NORMAN OSBORN THE FIRST TAUGHT ME A LONG TIME AGO IN THIS VERY HOUSE.

I CAN STILL HEAR HIS VOICE, AS IF IT WERE YESTERDAY...

COME ON, BOY -- DON'T DELAY. A LITTLE DARKNESS NEVER HURT ANYBODY --

"I CAN REMEMBER HIM SAYING THAT, AS HE DRAGGED ME TOWARDS THE GLOWERING OLD EDIFICE, WITH THE STORM RAGING AROUND US.

"I REMEMBER THE RAIN SPLATTERING ON THE STONE PATHWAY, AND THE SMELL OF OZONE IN THE AIR. AND THAT GREAT, GAPING MOUTH OF A FRONT DOOR RUSHING UP TO ENVELOP ME.

"I REMEMBER SCREAMING WITH FEAR. THROUGH TEAR-FILLED EYES I PLEADED WITH HIM --"

NO, DADDY! PLEASE...!

SLAM

DADDY -- LET ME OUT! LET ME *OUT!*

YOU'LL THANK ME FOR THIS ONE DAY. I *PROMISE* YOU.

"IT WAS ALL I COULD DO TO LAY MOTIONLESS ON THE CARPET AT THE FOOT OF THE STAIRS. OUTSIDE THE STORM RAGED ON. I COULD HEAR THE RAIN BEATING AGAINST THE OLD WINDOWS.

SHRAKKSH

"THERE WAS A COLD, GHOSTLY *CALM* IN THE AIR. AS IF THE SPIRITS OF ALL THE PEOPLE WHO'D DIED IN THE HOUSE -- AND I WAS SURE THERE WERE *MANY* -- STANDING AROUND ME, WHISPERING.

"WHEN THE LIGHTNING STRUCK, THE HOUSE WOULD BECOME BRIGHTLY ILLUMINATED. IN THE ECHOES OF THE RUMBLING THUNDER, I FANCIED I COULD HEAR THE UNEARTHLY CHITTERING OF A GREEN, *GOBLIN*-LIKE CREATURE.

"PERHAPS IT WAS THE BLOOD RUSHING IN MY EARS, BUT I BECAME CONVINCED I COULD HEAR THE DREADFUL THING *CACKLING*, WAITING FOR ITS CHANCE TO FEAST ON MY BONES.

"EVERY TIME THE LIGHTNING STRUCK, I EXPECTED THE GOBLIN WOULD BE STANDING THERE OVER ME, READY TO POUNCE.

I BEGAN TO PRAY FOR THE DARKNESS TO LAST JUST A LITTLE LONGER EACH TIME...

"...AND I BEGAN TO *HATE* THE LIGHT.

"BY THE TIME MORNING CAME, I HAD FULLY ACCEPTED MY FATE -- THE GOBLIN WAS A *PART* OF ME. I HAD OVERCOME MY FEAR OF DARKNESS, AND A *NEW* FEAR HAD TAKEN ITS PLACE."

COME ON, BOY -- IT'S MORNING. LET ME TAKE YOU HOME.

IT'S TAKEN ME UNTIL NOW TO UNDERSTAND THE LESSON MY FATHER TRIED TO TEACH ME THAT NIGHT, PETER:

WE MUST ACCEPT THE UNKNOWN OR BE *DEVOURED* BY IT.

>SNFF<... GOODBYE, MY DARLING BOY...

...REST WELL...

AUNT MAY... DON'T GO. I'M NOT SUPPOSED TO *BE* HERE --

H-HELLO? IS SOMEONE *THERE*...?

IT'S OKAY, PETEY. YOU CAN LET *GO* NOW.

U-UNCLE BEN...? IS THAT YOU?

I'M HERE, SON...

...JUST AS YOU ALWAYS KNEW I *WOULD* BE.

OMIGOD...

BUT I...>SNFF<... I *KILLED* YOU. OH, UNCLE BEN -- I'M SO *SORRY* FOR WHAT I DID.

IT'S OKAY, BUDDY... I KNOW YOU DIDN'T MEAN IT. IT WAS AN ACCIDENT.

I *FORGIVE* YOU, PETER.

BUT I... I DON'T UNDERSTAND. ISN'T *MJ* HERE? AND GWEN... MY PARENTS...?

NO, PETER -- IT'S JUST YOU AND *I*.

NOW, WHY DON'T YOU COME INTO THE *DARKNESS* WITH ME WHERE IT'S NICE AND SAFE?

UNCLE BEN... THIS ISN'T...

THIS ISN'T *RIGHT.*

YOU'RE NOT *HIM!*

WHOK

GAHH!

KRAK

YOU STUPID, STUPID BOY!

THWACK

...UHH...

HHH... I SUPPOSE I SHOULD BE *GRATIFIED* THAT YOU'RE NOT SUCH AN EASY MARK -- A LESSER MAN WOULD HAVE FOLDED LONG BEFORE NOW. ALL THE BETTER FOR US *BOTH*, PERHAPS.

I'M GOING TO HAVE TO *UNDO* YOU, PETER -- MAKE YOU *WANT* THE DARKNESS.

YOU'LL UNDERSTAND... IN *TIME*.

KRSSH

FZZAK

NN --
AHH!

KRKRSSH

FZZAK

AAH!
UHH...

KRKRSSH

FZZAK

NOW, LET'S TRY THIS *AGAIN*, BOY: THE LIGHT WILL ONLY *HURT* YOU.

AND SO YOU MUST CHOOSE THE DARKNESS.

S... SORRY, NORMAN... I'M NOT... *THIRSTY...*

YOU HAVEN'T DRUNK A DROP OF WATER IN TWO DAYS... YOUR THROAT IS DRY, YOUR STRENGTH IS GONE. IT'S SO *INVITING.*

TAKE A DRINK, MY BOY... YOU *KNOW* YOU WANT TO. BUT REMEMBER: THE GLASS UNDER THE LIGHT WILL *HURT* YOU.

CHOOSE THE GLASS HIDDEN IN DARKNESS. ITS CONTENTS WILL SATISFY MORE THAN YOUR THIRST.

WHY DON'T YOU...

...GO TO *HELL.*

FZZAK

AAH!

YOU'RE NOT EVEN *TRYING!* WHY WON'T YOU --!

I SHOULD HAVE EXPECTED YOU WOULD... BUT IT WON'T *WORK.* SOONER OR LATER, YOU'RE *GOING* TO CHOOSE THE DARKNESS.

NO... I SEE WHAT YOU'RE DOING. YOU'RE TRYING TO *BAIT* ME, AREN'T YOU?

NEVER.

NEVER IS A VERY LONG TIME.

...YEAH, THAT'S RIGHT, MRS. PARKER -- HE SAID HE WAS OFF ON ASSIGNMENT IN MINNESOTA. I DON'T KNOW... IT'S SOMETHING FOR THE BUGLE.

OH, I'M SURE HE'S FINE... YEAH... PROBABLY TAKING SNAPSHOTS OF PIGEONS, OR SOMETHING.

OF *PIGEONS?* HA HA! OH, RANDY YOU *ARE* A COMEDIAN.

I SUPPOSE PETER'S TOLD YOU WHAT A NERVOUS OLD *NELLIE* I AM --

NO, IT'S FINE, MRS. PARKER. YEAH, I UNDERSTAND...

...YEAH... I'LL GET HIM TO CALL YOU AS SOON AS HE GETS BACK...

YOU'RE A BAD LIAR, ROBERTSON.

C'MON, DUDE... WHERE *ARE* YOU?

>HUFF<... IT'S OKAY, PETE... YOU'RE ***STRONGER*** THAN HE IS... HE'LL LOSE PATIENCE FIRST...

DARKNESS IS YOUR FRIEND.

UHHNN --

FZZAK

THE LIGHT WILL HURT YOU.

FZZAK

AAH!

...GOTTA KEEP... GOIN'...

FZZAK

WHY ARE YOU ***DOING*** THIS TO ME?

NNOORRMANN!

FZZAK

FZZAK

FZZAK

FZZAK

FZZAK

PETER --?

YOU'RE SPIDER-MAN... YOU'RE SPIDER-MAN... DON'T LOSE IT... KEEP IT TOGETHER...

PETER, I...

WHY? WHY ARE YOU *DOING* THIS, OSBORN?

I WANT TO GIVE YOU A *GIFT*, PETER...

...BUT YOU CAN ONLY HAVE IT WHEN YOU'RE READY TO *USE* IT.

I'M GOING TO TELL YOU A ***SECRET***, SON: IT'S ABOUT ***US*** -- YOU AND ME.

I WANT YOU TO THINK BACK TO A FEW YEARS AGO, JUST AFTER THE BIRTH OF LITTLE NORMIE, MY GRANDSON...

"AT THE TIME, I WAS EXILED TO EUROPE... BUT AS YOU MAY UNDERSTAND, I WAS ANXIOUS TO RETURN. I WASN'T GOING TO LET A FEW THOUSAND MILES COME BETWEEN ME AND THE CHILD.

"YOU DON'T KNOW HOW EXHILARATED I FELT AS I CAME ACROSS MANHATTAN, EXPECTING TO SEE THE BOY FOR THE FIRST TIME... PERHAPS EVEN TO SPIRIT HIM AWAY AND GUIDE HIM TO MANHOOD MYSELF.

"***FINALLY***, I THOUGHT, A ***TRUE*** HEIR TO BE MOLDED INTO A ***TRUE*** OSBORN. I FLEW OVER THE HOSPITAL, CACKLING WITH ANTICIPATION.

"BUT IMAGINE MY SURPRISE WHEN I GLIDED DOWN TOWARDS THE WINDOW OF THE INFANT WARD, ONLY TO FIND SOMEONE ***ELSE*** HAD ARRIVED BEFORE ME.

"IT WAS ***YOU***. UNBIDDEN AND ***UNNOTICED***, YOU'D COME TO WATCH OVER MY GRANDSON. MY GREATEST ENEMY... AND YOU WANTED TO ***PROTECT*** THE CHILD, JUST AS I DID.

"AND THAT'S WHEN I REALIZED: THE HEIR TO THE OSBORN LEGACY HAD BEEN UNDER MY EYES ALL ALONG."

YOU THINK I EVER WANTED IT TO BE MY IDIOT SON, HARRY? *THAT* DRUG-ADDLED MORON HAD TROUBLE ENOUGH TYING HIS OWN SHOELACES, LET ALONE RUNNING A GLOBAL EMPIRE LIKE OSBORN INDUSTRIES.

"NO... I REALIZED *YOU* WERE THE PERFECT CANDIDATE FOR THE JOB. AND IMMEDIATELY, I WAS STRUCK WITH A RATHER WONDERFUL IDEA:

"I DECIDED I WAS GOING TO BRING YOU INTO THE FOLD. I WAS GOING TO MAKE YOU UNDERSTAND WHAT *I* UNDERSTOOD, WHATEVER THE COST AND HOWEVER LONG IT TOOK.

"THAT'S WHY I'VE BROUGHT YOU *HERE*, MY BOY -- SO THAT A STRONG AND RESOLUTE MAN WILL CARRY ON THE OSBORN TRADITION. YOU'RE GOING TO PROTECT MY NAME AND SEE MY INVESTMENTS TO THEIR FRUITION,

"BUT IT HAS TO BE *YOUR* CHOICE, PETER.

"YOU'RE GOING TO HAVE TO WALK *MY* PATH IF YOU'RE GOING TO BE MY *SON*."

...NUHH... 'M SPIDER-MAN... UHM...

...UHM... THE GOOD GUY...

NAWW! TURN IT OFF! TURN IT OFF!

...TH' LIGHT... TURN OFF TH' LIGHT...!

OF *COURSE*... HOW *CARELESS* OF ME TO LEAVE IT ON.

HERE... YOU MAY HAVE *DARKNESS*, IF THAT IS YOUR WISH. I CAN SEE YOU'VE FINALLY MADE THE RIGHT CHOICE.

NOW... I WANT YOU TO TAKE MY HAND. THAT'S RIGHT... I WON'T HURT YOU.

TRUST ME, BOY. YOU HAVE NOTHING TO FEAR IN THE DARKNESS.

THAT'S RIGHT... JUST COME WITH ME. I HAVE A *GIFT* FOR YOU...

YOU SEE *THIS*, SPIDER-MAN? IN THIS VIAL IS THE ENTIRE *WORLD*...

YOU THINK NO ONE CAN POSSIBLY UNDERSTAND HOW IT ***HURTS***, BUT ***I*** DO. YOU NEVER ***HAD*** A FATHER, ***DID*** YOU? AND YOU LOST YOUR ONLY CHILD.

THERE'S AN ***EMPTINESS*** INSIDE YOU JUST WAITING TO BE FILLED.

THAT'S IT... DRINK THE FORMULA, SPIDER-MAN, AND JOIN ME. AND YOU SHALL HAVE ***BOTH*** THOSE THINGS YOU SO RICHLY DESERVE.

...YOU KNOW, PETER... YOU'VE ALWAYS BEEN SUCH A GOOD BOY...

GAHH!

NEVER.

I OFFER YOU EVERYTHING -- THE WORLD, WRAPPED UP IN A SHINY WRAPPER -- AND YOU HAVE THE TEMERITY TO THROW IT BACK IN MY FACE?

DO YOU KNOW WHAT YOU'VE *DONE?*

I DON'T *WANT* YOUR WORLD, YOU LUNATIC.

YOUR GRANDSON DOESN'T *EITHER...* AND I'M GOING TO MAKE SURE YOU NEVER FORCE IT UPON HIM, YOU *HEAR* ME?

FOOL!

KRASH

HOW COULD I HAVE BEEN SO *WRONG?* HOW COULD I HAVE IMAGINED *YOU* OF ALL PEOPLE WERE WORTHY TO CARRY ON THE OSBORN NAME?

I SHOULD HAVE *KNOWN* YOU WEREN'T CUT OF THE RIGHT CLOTH, SPIDER-MAN.

WHAK

YOU DON'T HAVE WHAT IT *TAKES* --

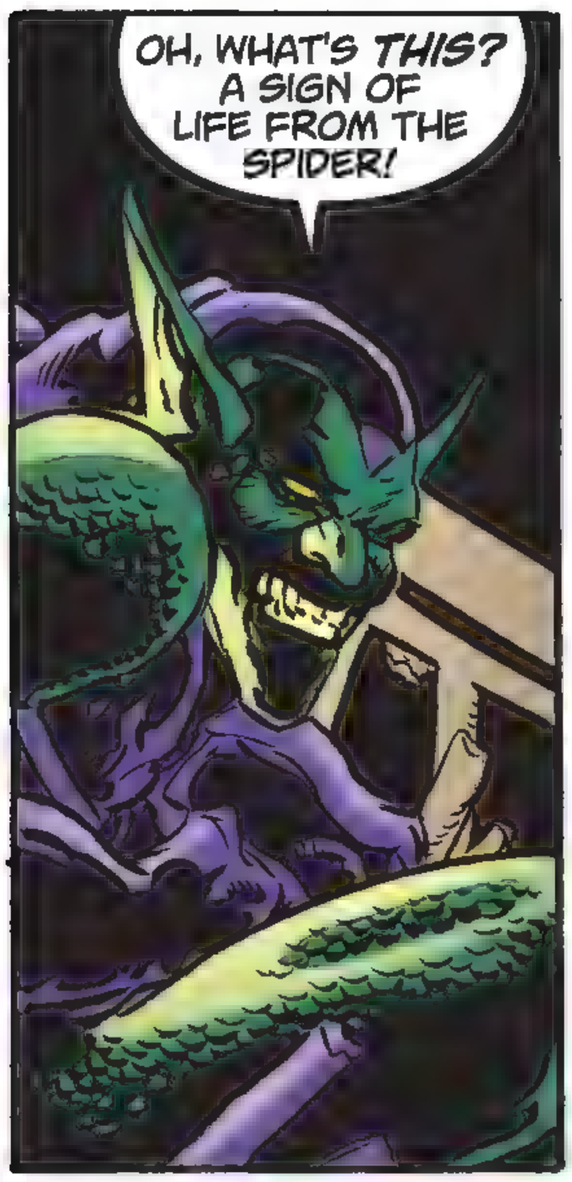
WHAK

I'VE BEEN A BLIND FOOL. IF YOU WERE ANY KIND OF MAN, YOU WOULD HAVE *PROTECTED* THOSE WHO WERE NEAR AND DEAR TO YOU.

...YOUR UNCLE, YOUR WIFE... THAT PRETTY LITTLE *BLONDE* GIRL YOU WERE ONCE SO ENAMORED OF...

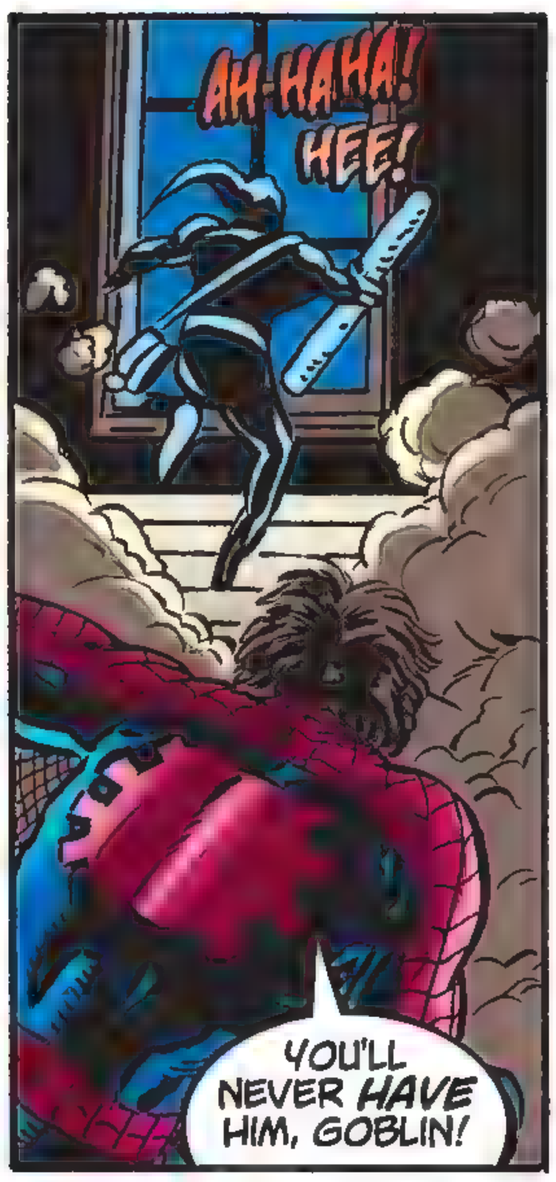
DAMN YOU!

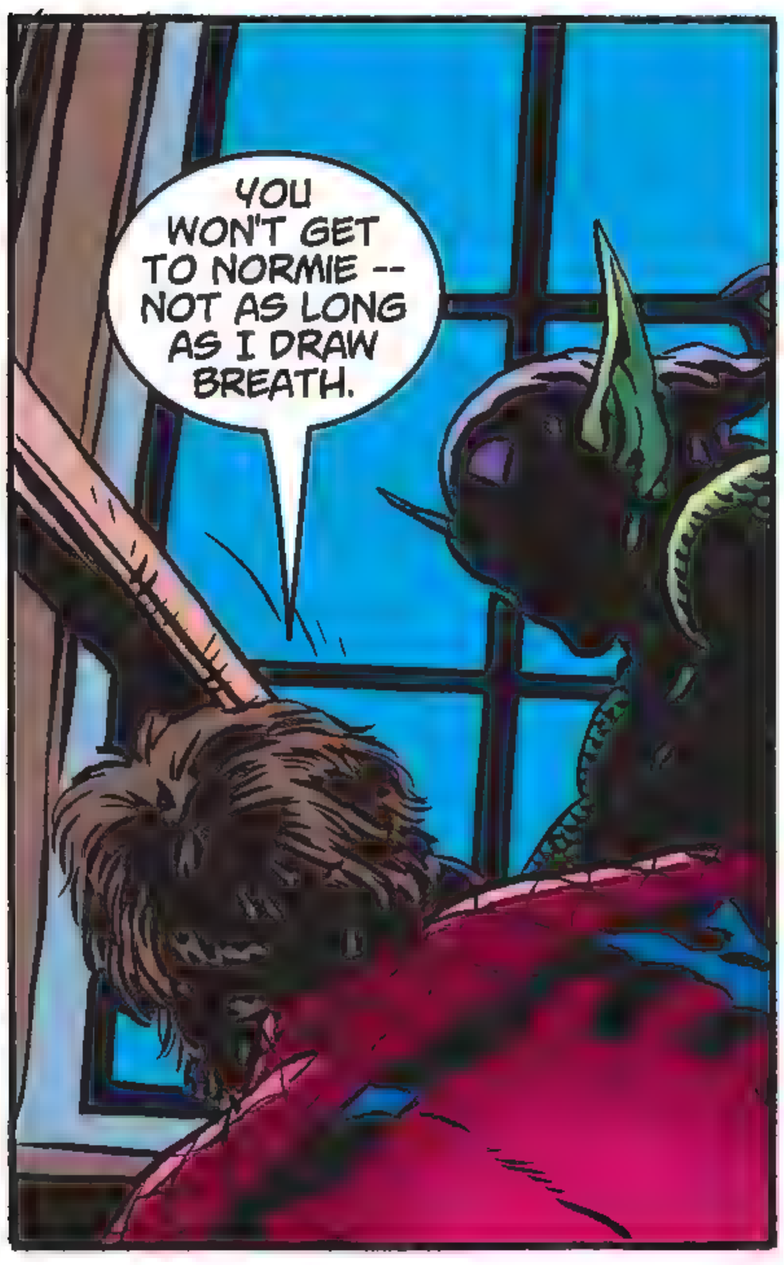
>HUFF<


OH, WHAT'S THIS? A SIGN OF LIFE FROM THE SPIDER!

WELL, LET'S SEE WHAT YOU DO WITH THIS --

KOOM


AH-HA-HA! HEE!
YOU'LL NEVER HAVE HIM, GOBLIN!


YOU WON'T GET TO NORMIE -- NOT AS LONG AS I DRAW BREATH.

AS YOU WISH --!
THOK

SAYONARA... GOTTA FLY --!

AH-HEE! HAHA!

HRAHH!

NO! YOU'RE TOO HEAVY... THE GLIDER CAN'T SUPPORT US BOTH --

UHH --!

WHAT --? GET OFF ME, YOU IDIOT?

SSSS

KRAVEN

KRKKRSH

KRRRSH

KRKKRSH

KR WSH

...AH... >HUHH<... WHAT'D YOU SAY, BOY...? YOU... UH... YOU READY FOR A LITTLE *MORE...?*

YOU *SEE,* PARKER...? I ALWAYS KNEW I COULD DEFEAT YOU... ANYTIME I *WANTED...*

NEVER!

HRUGHH --

KRAK

NEVER, YOU HEAR ME? NEVER!

GET USED TO THE VIEW, NORMAN... >HUHH<... 'CAUSE IT'S THE ONLY VIEW YOU'LL EVER GET.

>AH-HEHH<... I ALWAYS COME OUT... ON TOP...

...'CAUSE YOU DON'T HAVE THE HEART... AND YOU DON'T HAVE THE SOUL...

YOU NEVER BEAT ME, NORMAN.

>AH-HEHH<... YOU NEVER COULD... AND YOU NEVER WILL.

I ALREADY DID.

...HHH... DON'T DENY IT, PARKER -- WE BOTH KNOW IT'S ***TRUE.***

YOU MAY HAVE BESTED ME PHYSICALLY... PERHAPS YOU ARE SMARTER, MORE RESOLUTE THAN I... HHH... BUT I'VE BEATEN YOUR ***SPIRIT.***

YOU AND YOUR PUERILE LITTLE DISPLAYS OF GALLANTRY -- THEY MAY WORK FOR THE MASSES, BUT DO YOU REALLY THINK THEY COULD FOOL SOMEONE LIKE ***ME?***

THE LINE'S BEGUN TO BLUR, ***HASN'T*** IT? JUST FOR A MOMENT, YOU REACHED TOWARDS THE DARKNESS. YOU SHOWED YOUR TRUE SELF.

I COMMEND YOU FOR HOLDING OUT ***THIS*** LONG.

THERE WAS JUST A MOMENT WHEN YOU LOOKED AT THE DARKNESS AND YOU ***BLINKED.*** YOU HESITATED, AND NOW YOU'LL NEVER BE ABLE TO MAINTAIN THAT ALTRUISTIC FACADE OF YOURS -- IT'S GOING TO CRUMBLE.

HRAHH--!

...HHH...
HH-UHH --!

...HHH... WE ARE SO *ALIKE*, YOU AND I. WE'RE COP AND KILLER -- THE SAME PSYCHOLOGICAL PROFILE -- ONE SMALL STEP REMOVED FROM BEING EXACTLY THE PERSON WE HATE THE MOST.

OH, YOU THINK YOU'RE SO HIGH AND MIGHTY... BUT WE'RE BOTH JUST A COUPLE OF BORDERLINE PERSONALITIES DRESSED IN RIDICULOUS COSTUMES, ACTING OUT OUR POWER FANTASIES.

THE DIFFERENCE BETWEEN US IS THAT I'VE ALWAYS BEEN WILLING TO *ADMIT* IT.

BUT NOW, I'VE MADE YOU LOOK AT YOUR REFLECTION, AND YOU DON'T LIKE WHAT YOU SEE IN THE SHADOWS ONE OF THESE DAYS, ONE OF US IS GOING TO INEVITABLY KILL THE OTHER.

IT'S COMING, PARKER... SOONER THAN YOU *THINK*. AND WHEN IT DOES, YOU'RE GOING TO HAVE TO CHOOSE.

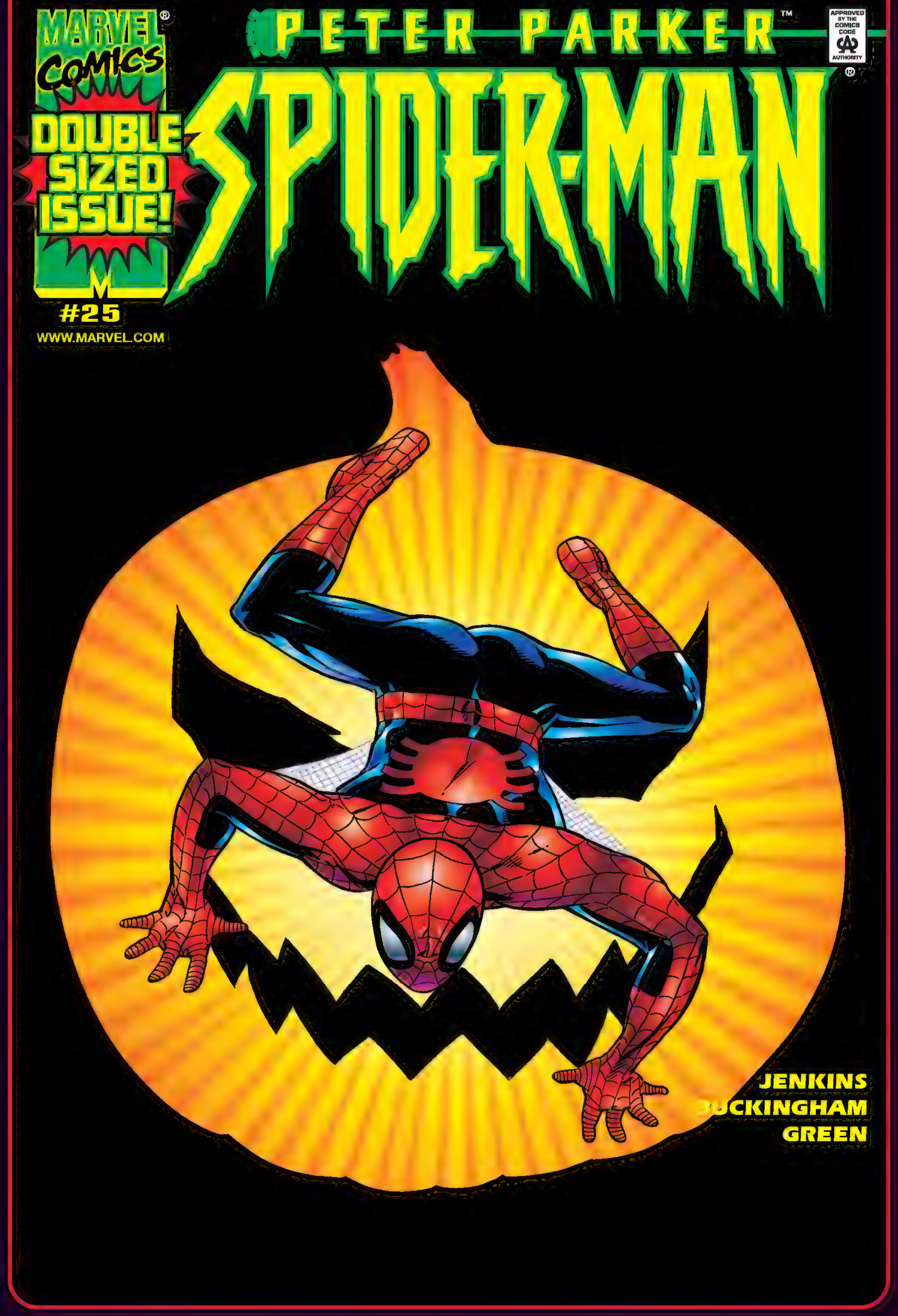
DO YOU REALLY KNOW WHICH WAY YOU'RE GOING TO *GO?*

AH-HEHH... HAHH...

AH-HA HA HA HA HA

HA HA HA HA HA HA

Where there is a great deal of light, the shadows are deeper
~~ Goethe



Peter Parker: Spider-Man #25 variant cover

MARVEL COMICS

THE AMAZING SPIDER-MAN

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#26

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MACKIE
ROMITA JR
HANNA

THE AMAZING SPIDER-MAN

YOU EVER LOOK IN THE MIRROR...

...AND WONDER WHO IT IS THAT IS STARING BACK AT YOU?

I'VE BEEN DOING THAT A LOT LATELY.

At a demonstration on Radiation, high school student Peter Parker was bitten by an Irradiated Spider from which he cained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power must also come Great Responsibility.

Stan Lee Presents:
THE AMAZING SPIDER-MAN!

HOWARD MACKIE
JOHN ROMITA JR.
SCOTT HANNA
STORY AND ART

GREGORY WRIGHT COLORS

RICHARD STARKINGS & COMICRAFT'S TROY PETERI
LETTERS

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JOE QUESADA
EDITOR IN CHIEF

UNDERNEATH *THIS* MASK MY NAME IS *PETER PARKER.*

IN THE COSTUME I'M IN I GO BY THE NAME *SPIDER-MAN.*

THE WHOLE THING... COSTUMED IDENTITY... SUPER-VILLAINS... SAVING THE WORLD... SEEMS SO RIDICULOUS.

LIKE SOMETHING OUT OF A COMIC BOOK.

BUT IT *IS* WHAT PASSES FOR MY REAL LIFE.

NORMAN OSBORN, THE *GREEN GOBLIN,* IS MY *ARCH-NEMESIS.* HOW OFTEN DO *YOU* GET TO USE *THAT* TERM IN A SENTENCE?

THIS IS HIS MASK I'M HOLDING IN MY HAND.

WELL... I *THINK* IT IS.

YOU SEE NORMAN IS THE KIND OF SUPER-VILLAIN WHO NOT ONLY WANTS TO TAKE OVER THE WORLD, BUT WANTS TO MAKE SURE HE SCREWS UP MY LIFE AS MUCH AS POSSIBLE WHILE DOING IT.

CAN'T TELL YOU HOW MANY TIMES I'VE WATCHED THAT GUY *DIE.*

SOMEHOW... HE ALWAYS COMES BACK TO MAKE MY LIFE A LIVING HELL.

THIS TIME AROUND... LAST WEEK IN *REAL* TIME... HE WAS WORKING ON THIS WHOLE DRUGGING SLASH MIND-CONTROL THING.

HAD *ME* MASQUERADING AS THE GREEN GOBLIN WITHOUT MY KNOWING ABOUT IT.

I DID A LOT OF STUFF I'M NOT PROUD OF. PUT A REAL SCARE TO A LOT OF PEOPLE I CARE ABOUT.

THIS WAS ALL PART OF SOME CRAZY RIGHT-OUT-OF-STAR WARS IDEA NORMAN HAD ABOUT BRINGING ME OVER TO THE "DARK SIDE"... TURNING ME INTO HIS HEIR APPARENT.

THING IS, EVEN WITH MY HAVING BEATEN NORMAN AGAIN...

...IT'S HAD ME TURNED INSIDE OUT EVER SINCE.

HE TOUCHED ON A REAL TENDER SPOT OF MINE.

I NEVER *REALLY* KNEW MY REAL MOM AND DAD.

THEY WERE KILLED IN A PLANE CRASH WHEN I WAS JUST A KID.

GROWING UP, I COULDN'T ACCEPT THAT THEY COULD REALLY BE DEAD.

HOW COULD THEY BE?

HOW COULD I KNOW WHO I WAS IF I DIDN'T KNOW WHERE I CAME FROM?

MY MEMORIES OF THEM ARE STILL SO FUZZY.

ESPECIALLY MY DAD.

I DON'T REALLY KNOW IF I REMEMBER HIM AT ALL OR IF I'M JUST REMEMBERING THE STORIES AUNT MAY TOLD ME NIGHT AFTER NIGHT.

AFTER ALL THAT HAPPENED WITH NORMAN...

...AFTER ALL THE QUESTIONS HE RAISED...

...I'VE GOT TO KNOW.

I'VE GOT TO KNOW WHERE I CAME FROM.

MANHATTAN'S UPPER WEST SIDE...

COLUMBUS CIRCLE

EVEN WITH THE CURRENT DEVELOPMENT TRENDS, THERE ARE STILL SOME SLICES OF WHAT USED TO BE REAL NEIGHBORHOODS LEFT IN THE CITY.

NO PARKING

THIS IS ONE OF THEM.

OLD MAN FRENZETTI OPENED HIS CIGAR SHOP IN A TIME BEFORE CIGARS WERE THE "IN" THING.

BEFORE SUPER-MODELS POSED ON GLOSSY MAGAZINE COVERS WITH CIGARS SMUGGLED IN FROM CUBA STUCK BETWEEN THEIR COLLAGEN-FILLED LIPS.

HE'S HAD HIS FAIR SHARE OF FAMOUS PEOPLE PASS THROUGH HIS DOORS... NICK FURY, THE THING, THAT SHORT HAIRY GUY FROM CANADA.

BUT TIMES ARE CHANGING.

AND FRENZETTI IS FILLING IT LIKE HIS TIME IS COMING TO AN END.

LOOK AT THIS? THIS AIN'T NO NEIGHBORHOOD NO MORE.

ALMOST NONE OF US OLD TIMERS LEFT.

EVERYTHING'S STARBUCKS AND GUCCI. HARDLY ANY NATIVE NEW YORKERS LEFT ALIVE.

JUST A BUNCH OF FARM-FED REDNECKS WHO WANT A FANCY ADDRESS SO THEY CAN PRETEND THEIR DADDIES DON'T HAVE A BARBED WIRE COLLECTION BACK HOME IN NEBRASKA.

AND THE NEW BREED OF CRIMINAL...? IN THE OLD DAYS YOU DEALT WITH A BETTER CLASS. MEN OF HONOR. IT WAS THE COST OF DOING BUSINESS AND YOU KNEW IT.

NOW?

PHEH --!

WHAT THE --?

PEOPLE DON'T EVEN CLEAN UP AFTER THEIR MUTTS ANYMORE. THERE OUGHTTA BE A --

HEY? WHAT IS THIS?

YOU SHOULD HAVE LISTENED, OLD MAN.
SHOULD HAVE COOPERATED.
WHAT ARE YOU TALKING ABOUT? WHO *ARE* YOU?
TOO LATE.
TIME FOR TALKING IS OVER.
YOU OLD GUYS NEVER LEARN. YOU THINK YOU'RE OWED SOMETHING?
WELL, YOU AND ALL OF YOUR OLD BOYS CLUBS, ARE DONE.
YOU COULD'VE GONE DOWN TO FLORIDA AND LIVED ON SOME NICE BEACH SOMEWHERE.
INSTEAD... LOOK WHAT YOU'RE MAKING ME DO!
DRAGGING YOU DOWN.
NO! STOP! I'LL LEAVE!
TOO LATE, OLD MAN.
I WAS TOLD TO START SETTING EXAMPLES.
NOOOO! NOOOO!

THE NEXT DAY IN FOREST HILLS, QUEENS...

OH, MY! LOOK HOW IT'S FADED.

OH, THE YEARS HAVE JUST FLOWN BY, PETER.

I REMEMBER TAKING THIS PICTURE OF THE BOYS LIKE IT WAS YESTERDAY.

DAD DOESN'T LOOK TOO HAPPY TO BE HAVING HIS PICTURE TAKEN, AUNT MAY.

NEVER WAS MUCH OF A PREENER, THAT FATHER OF YOURS. WAS ALWAYS UNCOMFORTABLE AROUND THE CAMERA.

BUT HE DID IDOLIZE HIS BIG BROTHER BEN, THOUGH. THIS PICTURE WAS TAKEN JUST A COUPLE OF YEARS BEFORE YOUR FATHER AND HIS BUDDY, "BIG" MIKE CALLAHAN, ENTERED THE SERVICE.

THEY WERE UNDERAGE, HAD TO LIE TO GET IN, BUT THAT WAS YOUR FATHER... A REAL HELLRAISER.

I REMEMBER HOW WORRIED BEN WAS ABOUT HIM.

PETER, DEAR, CAN I ASK WHY THE SUDDEN INTEREST IN YOUR DAD?

I WAS JUST REALIZING THAT I DON'T REALLY REMEMBER HIM ALL THAT MUCH. I WASN'T MUCH MORE THAN A BABY WHEN HE AND MOM LEFT. I HAVE A PRETTY GOOD PICTURE OF MY MOM IN MY MIND, BUT DAD...

...IT'S LIKE THE MEMORY IS FADING... JUST LIKE THE PICTURE.

CAN YOU TELL ME MORE, AUNT MAY? I FEEL LIKE I NEED TO KNOW HIM.

OF COURSE, DEAR. I'LL TELL YOU ALL I CAN REMEMBER.

AT MY AGE IT'S SOMETIMES EASIER TO REMEMBER EVENTS OF THIRTY OR FORTY YEARS AGO THAN IT IS YESTERDAY.

YOU KNOW YOUR DAD WAS THE SMART ONE IN THE FAMILY, BUT HE ALSO HAD A HEART OF GOLD. I THINK BEN LOOKED UP TO HIS LITTLE BROTHER AS MUCH AS YOUR DAD DID TO BEN...

LATER THAT NIGHT...

BOY! I NEVER HEARD EVEN *HALF* OF THOSE STORIES ABOUT MY DAD BEFORE.

MAKES ME REALIZE I REALLY NEVER DID KNOW HIM.

NOT AS ANYTHING MORE THAN A CHARACTER FROM THE OLD FAMILY STORIES.

NOT AS A MAN.

GOT TO CHANGE THAT.

MOMENTS LATER...

DAD, YOU GOTTA TELL ME... WHAT'S IT LIKE?

SOUNDS LIKE *RANDY* IS HOME AND HE'S GOT COMPANY.

YOU'VE SEEN LOTS OF THEM UP CLOSE AND PERSONAL. NOT ONLY THE GOBLIN, TOMBSTONE... ALL THE BAD SUPER-DUDES.

I MEAN... THIS IS THE FIRST TIME FOR ME.

57TH ST

SEEING THE GREEN GOBLIN FACE-TO-FACE LIKE THAT... HAVING HIM CHASING ME... I CAN'T GET IT OUT OF MY HEAD.

IF YOU LET IT, IT CAN CHANGE THE WAY YOU LOOK AT THE WORLD WE LIVE IN, SON, BUT --

HEY, PETER! HOW'S IT GOING, KID?

PRETTY GOOD, ROBBIE.

YOU GUYS KEEP GOING. I'LL CATCH UP WITH YOU LATER.

ILK

THAT'S THE LAST CONVERSATION I NEED TO GET INVOLVED IN. GOT ENOUGH OF SUPER-VILLAINS IN THE OTHER PART OF MY LIFE.

MAN! I NEEDED A BREAK. I DON'T REMEMBER THE LAST TIME RANDY REACHED OUT TO ME LIKE THIS. SEEMS ODD THAT AN ATTACK BY A SUPER-VILLAIN IS THE THING WE GET TO BOND OVER.

HOW ARE *YOU* DOING, PETER? HOW ARE YOU HOLDING UP?

PRETTY GOOD... I THINK. TRYING TO SORT THINGS OUT. FEELING ENVIOUS THAT RANDY HAS *YOU* TO TALK TO.

I HEAR YOU. DIDN'T REALLY KNOW MY OWN POPS.

WHAT'S IN THE BAG? AN OLD PHOTO ALBUM?

YEAH... MY AUNT MAY THOUGHT MAYBE IT WOULD HELP ME GET TO KNOW MY DAD A LITTLE BETTER.

HEY, DAD! I JUST REMEMBERED SOMETHING ELSE ABOUT WHEN THE GOBLIN ATTACKED ME. YOU WANNA HEAR?

SURE, SON. I'LL BE RIGHT THERE.

YOU KNOW, PETER, IF YOU WANT TO LEARN ABOUT YOUR DAD... YOUR AUNT AND SOME OLD PHOTOS AREN'T GOING TO GIVE YOU THE REAL STORY.

YOU GOT TO FIND SOMEONE WHO REALLY KNEW HIM. AN OLD BUDDY OR SOMETHING.

AN OLD BUDDY?

AUNT MAY? IT'S PETER.

I HAVE A QUESTION ABOUT MY DAD'S OLD FRIEND BIG MIKE.

YOU HAVE ANY IDEA OF HOW TO REACH HIM THESE DAYS?

A SHORT TIME LATER...

THIS IS IT... MY DAD'S OLD STOMPING GROUNDS.

AUNT MAY SAID SHE HADN'T HEARD FROM MIKE CALLAHAN IN YEARS, BUT THAT SHE KNEW HE HAD OPENED THIS BAR.

Callahan

FLORIAN LIQUOR

THIS PLACE... THIS ***STREET***... LOOKS PRETTY EMPTY FOR MANHATTAN IN THE MIDDLE OF THE DAY.

WONDER WHAT'S UP WITH THAT?

I'M GUESSING *THAT* WOULD BE BIG MIKE.

WHAT ARE YOU DOING, BOY? THIS IS *CRAZY!*

IT'S GOT TO STOP *NOW!*

THEY'RE ALL FRIENDS OF MINE AND I'M NOT GOING TO LET YOU --

CAN I HELP YOU?

I THINK SO. ARE YOU MR. CALLAHAN?

UH-HUH. DO I KNOW YOU?

NO, SIR, BUT I THINK YOU KNEW MY FATHER AND I --

I DON'T THINK WE'RE *DONE* HERE, DAD. DO YOU REALLY HAVE TIME FOR --

SWEET MARY!

IT *CAN'T* BE?

I SHOULD HAVE KNOWN IT THE MINUTE I LAID EYES ON YOU! IT'S LIKE I'M LOOKING AT HIS TWIN!

RICH PARKER'S KID!

GEEZ! I HAVEN'T SEEN YOU SINCE YOU WERE IN DIAPERS, KID!

WE RESERVE THE RIGHT TO REFUSE ANY ONE

NOT A DAY GOES BY THAT I DON'T THINK OF RICH... REST HIS SOUL.

I'M GLAD YOU LOOKED ME UP! REAL GLAD!

HOW'S THAT AUNT OF YOURS? THAT MAY PARKER... WHAT A PISTOL! MY FIRST CRUSH, YOU KNOW!

HAVE A SEAT, KID, AND LET'S SHOOT THE BREEZE.

DONNY!

YOU DO WHAT I SAID AND BACK OFF!

I DON'T WANT TO HAVE THIS TALK ANOTHER TIME. NO MORE!

WHOA! WHAT'S GOING ON WITH THAT GUY?

WHEN HE JUST LOOKED OUR WAY MY *SPIDER-SENSE* WENT OFF BIG TIME.

DON'T LET DONNY GET TO YOU, KID. ALWAYS BEEN A LITTLE OFF.

MY ONLY SON. WHAT A WASTE!

ANYWAY, PETEY, WHAT CAN I DO YOU FOR?

I WAS WONDERING... IF WE COULD TALK ABOUT MY DAD?

HA!

MIND? I COULD TELL YOU TALES THAT WOULD CURL YOUR HAIR 'TIL SOMEONE THOUGHT YOU WERE AN OSBORN!

LET ME TELL YOU 'BOUT THE TIME ME AND RICH GOT TOGETHER WITH SOME ROCKETTES AND A KEG A' BEER. WELL... IT WAS BEFORE HE MET YOUR MOM, OF COURSE, AND...

VARGAS Coffee

FEE

SHOP

A FEW DOORS DOWN, AT THE VARGAS COFFEE SHOP...

...MIGUEL VARGAS CLEANS UP AFTER ANOTHER FRUITLESS DAY IN BUSINESS.

TODAYS SPEC

NO POINT IN STAYING OPEN LATE THESE DAYS, WHAT WITH ALL THE COMPETITION FROM THE BIG COFFEE CHAIN STORES AND WITH FRENZETTI DISAPPEARING.

MAYBE MARY IS RIGHT. MAYBE I SHOULD SELL OUT TO THE CHAIN THAT'S BEEN MAKING OFFERS.

2.95
4.75
3.05

BUT I LIKE IT HERE. LIKE THE REGULARS THAT COME INTO THE SHOP JUST FOR THAT SPECIAL CUP OF COFFEE. NO CAPPUCCINOS... NO LATTE... NO TOPPINGS. JUST COFFEE.

I GREW UP IN THIS NEIGHBORHOOD. AND I'LL BE DAMNED IF I'M GOING TO LET SOME BIG-TIME SUITS PUSH ME OUT --

WHAT THE --?

PLUMBING IN THIS PLACE IS GOING TO KILL ME SOME DAY --

ULPH!

MADRE MIA! SOMETHING GRABBING ME... PULLING ME IN!

SPLOOSH

WHAT IS THIS... INK?

THIS IS TOO STRANGE. GOING TO GET OUT... CALL SOMEONE BEFORE --

HLGGH!

SPLOOSH

Coffee

VARGAS

COFFEE SHOP

YOUR DAD WAS A STAND-UP GUY, PETEY.

NEVER A *BIG* GUY, BUT HAD LOTS OF HEART.

YOU WANT TO KNOW THE KIND OF MAN YOUR DAD WAS, KID?

I'LL GIVE YOU A PRIME EXAMPLE. IT GOES BACK MORE YEARS THAN I CAN REMEMBER.

"YOUR DAD AND I, WE WERE ON LEAVE FROM THE SERVICE. CAME BACK TO THE OLD STOMPING GROUNDS TO RAISE A LITTLE HELL, BUT MOSTLY TO RELAX.

"IT WAS NIGHTTIME... REALLY EARLY MORNING. WE'D HAD A PRETTY HEAVY NIGHT OF PARTYING.

"THERE WE WERE... WALKING DOWN THE STREET AND MINDING OUR OWN BUSINESS WHEN WE HEARD AN ARGUMENT TAKING PLACE DOWN IN SOME ALLEY.

"COULDN'T HEAR ***WHAT*** WAS BEING SAID, BUT YOU COULD TELL THAT THINGS WERE GOING TO COME TO BLOWS.

"YOUR DAD... HE WANTS TO SEE WHAT'S GOING ON. ME... I WANT TO MIND MY OWN BUSINESS AND GO HOME AND GET SOME SLEEP SO WE CAN GET UP AND PARTY THE NEXT NIGHT.

"OF COURSE, AS ALWAYS, WE DID WHAT YOUR DAD SAID.

"WE GET HALFWAY DOWN THE ALLEY, WE CAN HEAR THE ARGUING LOUDER AND LOUDER, AND THEN THE FIRST BLOW.

"THERE WAS THE BIGGEST GUY I EVER SAW GETTING READY TO BEAT THE HECK OUT OF A LITTLE GUY. THIS GUY WAS HUGE, PETE... I KID YOU NOT! BIGGER THAN ***ME!***

"YOUR DAD... HE NEVER COULD STAND A BULLY... SO HE WALKS RIGHT UP AND GETS IN THIS MOUNTAIN'S FACE.

"***ASKS*** HIM TO BACK OFF.

"THE BIG GUY IS PRACTICALLY SNORTING FIRE AT THIS POINT, PETE. HE'S STARING DOWN AT YOUR DAD AND I COULD SWEAR HE'S GOING TO BITE HIS HEAD OFF.

"YOUR DAD JUST SMILES AND ASKS WHAT'S GOING ON. LIKE IT WAS NOTHING.

"THE GUY STARTS RANTING IN YOUR DAD'S FACE. SAYS THE LITTLE GUY IS HIS NO-GOOD ROTTEN SON AND THAT THIS IS NONE OF YOUR DAD'S BUSINESS.

"THEN, BEFORE I CAN DO ANYTHING TO STOP HIM, HE TAKES A SWING AT YOUR DAD.

"AND THEN I WATCHED THE MOST AMAZING THING I EVER SAW.

"YOUR DAD... WHO WAS PRETTY GOOD IN A SCRAP FOR A LITTLE GUY... TAKES THE PUNCH.

"IT WAS A PRETTY GOOD BLOW, TOO... BUT YOUR DAD JUST SUCKS IT UP.

"I WANTED TO JUMP IN, BUT RICH STOPPED ME WITH A LOOK.

"HE WAS HURT, STAGGERED BACK, BUT HE DIDN'T TAKE A SHOT AT THE GUY. YOUR DAD KNEW A THING OR TWO, PETE. I'M SURE HE COULD'VE TAKEN THE BIG GUY OUT, BUT HE DIDN'T. INSTEAD...

"HE LOOKED UP AT HIM AND ASKED, '*YOU THINK YOUR SON COULD'VE TAKEN THAT ONE? HOW WOULD THAT HAVE MADE YOU FEEL? FEEL LIKE TALKING NOW?*'

"THE GUY DROPPED HIS HANDS..."

"THEY MUSTA TALKED UNTIL THE SUN ROSE."

IN THE END THE FATHER AND SON WALKED AWAY.

YOUR DAD AND I NEVER SPOKE ABOUT WHAT HAPPENED.

HE COULD'VE GONE WILD ON THE GUY. PROBABLY COULD'VE HURT HIM REAL BAD, BUT HE DIDN'T.

HE WAS THE KIND OF GUY WHO BELIEVED IN BEING RESPONSIBLE AND NOT ABUSING WHAT POWER HE HAD.

I'M NOT THE *ONLY* FRIEND YOUR DAD HAD. YOU'VE GOT TO LOOK SOME MORE OF THEM UP, PETE. HE WAS A GOOD MAN, YOUR DAD. I HOPE YOU'RE DOING HIM PROUD.

AAIIIEEEE!

PETE, YOU STAY HERE. DO *NOT* COME OUTSIDE NO MATTER WHAT YOU HEAR!

I GOT TO TAKE CARE OF SOMETHING.

I'LL BE BACK WHEN I CAN.

HE'S GOING TO NEED SOME OF *MY* KIND OF HELP.

MIGUEL! IS THAT *YOU*, MAN?

SPIDER-SENSE IS GOING WILD AGAIN. THIS IS *NOT* SOMETHING BIG MIKE CAN TAKE CARE OF ON HIS OWN.

MIKE! WHAT *IS* THIS THING?

HELP ME!

FOR THE LOVE OF GOD, HELP!

IT'S OKAY, MIGUEL... I'M NOT GOING TO LET HIM HURT YOU!

NOT GOING TO LET HIM HURT *ANYONE* ANYMORE!

IT ENDS TONIGHT --! HUH?!

KRAK

IS THAT *RIGHT*, BIG MIKE CALLAHAN?

YOU GOING TO MAKE EVERYTHING BETTER?

YOU THINK YOU GOT IT IN YOU TO FACE THE POWER OF...

THE SQUID?

NO...

...BUT MAYBE I DO!

HOW ABOUT WE GIVE IT A TRY?

THE SQUID... THE SQUID... I RECOGNIZE YOU FROM...

WAIT A MINUTE...DIDN'T I GO UP AGAINST YOU A COUPLE OF WEEKS AGO?

YEAH! IT WAS THAT NIGHT THAT YOU COSTUMED GUYS WERE CRAWLING OUT OF THE WOODWORK, RIGHT?

THE SQUID? WHAT... YOU DON'T REALIZE THAT ANIMAL SUPER-VILLAIN NAMES ARE PASSÉ? ESPECIALLY SLIMY SEA CREATURE MONIKERS! OH, BOY!

I'VE BEEN THINKING OF CHANGING MY NAME TO SOMETHING A LITTLE MORE MILLENNIAL.

YEAH... THAT'S IT... *MILLENNIAL MAN.* HE FIGHTS WITH THE POWER OF A MILLION YEARS.

See Peter Parker #16. -- Yeah! Ralf.

YUCK!

PLEASE TELL ME YOU MADE THIS STUFF UP IN A LABORATORY AND THAT IT'S NOT A *MUTANT* POWER OR SOMETHING.

I DON'T EVEN WANT TO *THINK* ABOUT WHERE IT'S COMING FROM.

SPIDER-MAN!

I REMEMBER YOU, TOO!

YOU HURT MY GIRLFRIEND, *MS. FORTUNE.* SHE... SHE... WOULDN'T SEE ME AFTER THAT NIGHT.

AND IT'S *YOUR FAULT!*

WHAT ARE THE *ODDS*, HUH?

SEEMS LIKE I RUN IN TO *EVERY* LAME SUPER-VILLAIN WITH A LITTLE POWER AND A LOT OF SPANDEX THESE DAYS!

IT'S REALLY TIME FOR A CHANGE!

OKAY, SQUIDDY, TIME FOR *THIS* ENCOUNTER TO COME TO AN *END!*

NO! WAIT!

WHAT THE...?

YOU LEAVE MY SON ALONE! YOU HEAR ME?

HE'S NOT RIGHT IN THE HEAD. HE'S GOT PROBLEMS.

ACK! OH... LIKE... I NEED... THIS!

DONNY! CUT IT OUT!

DON'T MAKE ME --

DON'T MAKE YOU *WHAT*, BIG MIKE?

YOU CAN'T PUSH THE SQUID AROUND THE WAY YOU DID LITTLE DONNY CALLAHAN!

SO HELP ME, DONNY, I'LL... I'LL...

YOU'RE RIGHT.

GUESS I'VE JUST BEEN HANDLING IT WRONG ALL THESE YEARS AND NEVER COULD SEE IT.

I DON'T KNOW WHAT TO DO ANYMORE, DONNY. I'VE TRIED MY BEST.

TRIED TO BE A GOOD FATHER AFTER YOUR MOM DIED, BUT I JUST DIDN'T DO A GOOD ENOUGH JOB, I GUESS.

YOU ALWAYS FELL IN WITH THE WRONG CROWD. ALWAYS LET YOURSELF BE LED. STREET GANGS AND NOW...

...*THIS* WHATEVER IT IS YOU'VE BECOME. WHY DID YOU LET THEM DO THIS TO YOU, DONNY?

LAURA IS MY *GIRLFRIEND*. SHE SAID WE DIDN'T HAVE TO BE PUSHED AROUND ANYMORE. NOT BY OUR PARENTS... NOT BY *ANYONE!*

LOOK AT THE POWER I'VE GOT. I CAN KILL SPIDER-MAN!

YOU CALL THIS POWER. *THIS* IS HOW YOU CHOOSE TO USE IT? LIVING IN THE SEWERS WITH THAT SKANKY GIRLFRIEND OF YOURS?

BOTH OF YOU ARE JUST SILLY LITTLE KIDS WHO HAVE GOTTEN IN WAY OVER YOUR HEADS. WHAT HAPPENED WHEN YOU AND MS. FORTUNE GOT BEATEN BY SPIDER-MAN AFTER YOUR FIRST OUTING AS SUPER-POWERED CRIMINALS?

THE VERY PEOPLE WHO GAVE YOU THESE POWERS TURNED ON YOU.

ALMOST KILLED YOUR GIRLFRIEND. NOW YOU GET BY WHILE PREYING ON OUR FRIENDS AND NEIGHBORS.

EXTORTING THEM FOR SOME LOCAL CRIME BOSS.

THE PEOPLE WHO LOVED YOU, LOOKED AFTER YOU WHEN YOU WERE GROWING UP --

YOU SHOULD HAVE BEEN LOOKING AFTER ME, BUT ALL YOU CARED ABOUT WAS THE *BAR!*

YOU'RE RIGHT. I'M SORRY.

I HAD A RESPONSIBILITY. I HAD A POWER. AND I BLEW IT.

DON'T *KILL* A MAN FOR *MY* MISTAKES.

PLEASE.

ALL I WANTED WAS *YOU!* WANTED TO KNOW YOU. WANTED TO BE LIKE YOU, BUT... BUT...

BACK OFF, SQUID. I --

KRAK

THIS IS *NONE* OF YOUR BUSINESS.

NICE ONE.

BUT LET ME ASK YOU... DO YOU THINK YOUR DAD COULD HAVE SURVIVED THAT ONE?

HOW WOULD THAT HAVE MADE YOU FEEL?

FEEL LIKE TALKING NOW?

I... I... DAD... I'M...

...I'M SORRY.

AND SPIDER-MAN BEGINS TO TALK.

LATE INTO THE NIGHT.

UNTIL THE SUN RISES THE FOLLOWING MORNING.

LATER THE NEXT DAY...

YOU KNOW, PETER DEAR, YOU LEARNED TO BE THE MAN YOU'VE GROWN UP TO BE FROM YOUR UNCLE BEN, BUT...

...MORE AND MORE I SEE...

...YOU *ARE* YOUR FATHER'S SON.

I'M STARTING TO SEE THAT TOO, AUNT MAY.

END

MARVEL® COMICS

THE AMAZING SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

#27

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MACKIE
ROMITA JR
HANNA

JR JR

S.H.

THERE HE *IS*, MR. Q, RIGHT OUT IN THE OPEN. JUST RIPE FOR THE SNATCHING.

LET'S NOT ACT PREMATURELY, MR. P.

NO GOOD WILL BE SERVED BY ALERTING THE LITTLE FELLOW TO OUR LURKING ABOUT.

TOO TRUE. PATIENCE IS THE NAME OF THE GAME, AS THEY SAY.

"NO NEED CAUSING HIM TO RUN."

THE *GREEN GOBLIN*, PETE!

I MEAN... I WAS AS CLOSE TO HIM AS I AM TO YOU!

I'M TELLIN' YOU... THE DUDE WAS BUTT UGLY! IT'S TURNED MY HEAD AROUND.

I'VE READ ABOUT THESE SUPER BAD GUYS... HEARD THE STORIES FROM MY DAD, BUT...

RANDY. YOU'VE GOT TO LET IT GO.

THE GOBLIN THING WAS WEEKS AGO. YOU CAN'T LET IT GET TO --

"LET IT GO"? HOW?

HELP!

SOMEONE'S IN TROUBLE.

ER... RANDY... I THINK I LEFT MY WALLET IN THE RESTAURANT! I'LL CATCH UP WITH YOU.

SURE, PETE, BUT KEEP YOUR EYES OPEN. NEVER KNOW WHEN A SUPER-DUDE MIGHT BE LURKING IN THE SHADOWS.

HELP ME!

MAN! YOU JUST CAN'T FIND A DECENT ALLEY IN THIS CITY THESE DAYS. HOW'S A SUPER HERO SUPPOSED TO CHANGE INTO HIS COSTUME WITHOUT --?

YUCK!

WHY CAN'T PEOPLE CLEAN UP AFTER THEIR DOGS?!

SOMEONE PLEASE... HELP ME!

DONE.

NOW LET'S SEE WHAT MANNER OF MISCHIEF THE FORCES OF EVIL ARE UP TO TODAY!

THE STRAY

HOWARD MACKIE WRITER
JOHN ROMITA JR. PENCILS
SCOTT HANNA INKS

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RICHARD STARKINGS &
COMICRAFT'S
JASON LEVINE
LETTERS

AXEL ALONSO EDITOR
JOE QUESADA EDITOR IN CHIEF

At a demonstration on Radiation, high school student Peter Parker was bitten by an Irradiated Spider from which he gained the Arachn d's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-str cken Peter vowed to use his Great Powers in the service of h s fellow man, because he learned an invaluable lesson: With Great Power must also come Great Responsibility.

Stan Lee Presents:

THE AMAZING SPIDER-MAN

DID YOU CALL FOR HELP, LITTLE GIRL?

WHOA! SPIDER-MAN?! I... I --

EVERYTHING'S GOING TO BE OKAY. TELL ME WHAT'S WRONG. WHO'S BOTHERING YOU?

IT'S... IT'S... MISTER MITTENS. HE'S UP THERE!

"MISTER MITTENS"? WELL, THAT'S A NEW ONE!

FIRST THE SQUID... NOW MISTER MITTENS... GUESS ALL THE GOOD NAMES HAVE BEEN TAKEN...

ANYWAY... DON'T YOU WORRY, LITTLE GIRL, I WON'T LET HIM HURT --

...YOU?

MISTER MITTENS...?

HISSSS

HOW ABOUT YOU BE A NICE KITTY AND LET ME HELP YOU?

MISTER MITTENS...?

OW!

HISSSSSS

REEOOW

SCRATCH

HISSSSSS

EDITH ANN?

WHAT HAVE I TOLD YOU ABOUT BEING OUT ON THE STREETS BY YOURSELF, YOUNG LADY?

I'M LOOKING FOR MISTER MITTENS, MOM! AND --

HERE HE IS! SAFE, SOUND AND AS GOOD AS --

OOOOH! THAT'S NOT MISTER MITTENS! THAT CAT IS UGLY! AND HE STINKS, TOO!

MISTER MITTENS IS IN THE *LAUNDRY CLOSET*, YOUNG LADY.

NOW YOU GET AWAY FROM SPIDER-MAN AND THAT... THAT... *THING* -- NOW!

OKAY, MOM.

WAIT --

YOU KNOW WHAT, PUSS... SHE'S *RIGHT!*

YOU *DO* STINK!

HISSSSS

HEY! LET'S NOT START THAT AGAIN! I'LL JUST PUT YOU --

WHOA! SPIDER-SENSE GOING *WILD!* TIME TO --

MOVE!

BRAAAAT BRAAAAT

PTING PTING PTING

AXEL'S PUB

BUDDA BUDDA BUDDA

NOT A PROBLEM, KITTY...

...DIDN'T REALLY LIKE THAT STINKIN' OLD TREE ANYWAY, DID YOU?

NOW ALL WE HAVE TO DO IS JUST WAIT FOR *WHOEVER* IS SHOOTING AT ME TO HAVE TO STOP AND RELOAD AND...

SHOULD BE *ANY* SECOND NOW...

...ANY SECOND...

OH, *COME ON!* *WHEN* ARE THEY GOING TO RUN OUT OF AMMO?

WHAT *IS* THIS -- A *JOHN WOO* MOVIE?

MREOW

HEY --?!

THANKS FOR ALL THE SUPPORT, CAT. GUESS I'LL BE FIGHTING THIS BATTLE BY MY *LONESOME,* HUH?

HMMM?

IT STOPPED.

JUST... STOPPED.

NO MORE SPIDER-SENSE *TINGLING*...

...AND NO SIGN OF WHOEVER IT WAS WHO WAS SHOOTING AT ME.

WHAT IS *GOING ON HERE?*

OUR QUARRY APPEARS TO HAVE LEFT THE SCENE, MR. Q. SHALL WE PURSUE?

INDEED WE *SHALL,* MR. P. BUT LET US NOT UNDERESTIMATE OUR TARGET AGAIN. HE IS FAR MORE WILY THAN HE APPEARS.

THUS, I BELIEVE, CURRENT DEVELOPMENTS REQUIRE ORDNANCE OF A *HEFTIER* NATURE.

RIGHT YOU ARE, MR. Q. AS ALWAYS.

BREEP BROOP

PLEASE... AFTER YOU.

YO! RANDY!

HEY, PETE.

YOU *FIND* IT?

HUH?
YOUR WALLET?
OH! YEAH YEAH.
PHEW! PETE, DID YOU **STEP** IN SOMETHING?
YOU **SMELL** LIKE YESTERDAY'S LUNCH TEN DAYS FROM NOW.
155
THE **CAT!** MUST OF... SORRY, RANDY.
JUST KEEP YOUR DISTANCE FOR NOW, BUDDY.
WE'RE GOING TO HAVE TO DIG UP SOME **COLOGNE** FOR YOU, MY FRIEND, BECAUSE...
...TONIGHT YOU AND ME ARE **DOING THE TOWN!**
OUR PREY IS IN SIGHT, MR. Q.
HAVE YOU FOUND THE RIGHT TOOL FOR THE JOB?
INDEED I HAVE, MR. P. INDEED I HAVE.

A SHORT TIME LATER...

HOWDY SAILOR

"HOWDY SAILOR"?

HEY! IT'S THE BEST WE COULD AFFORD ON OUR LIMITED BUDGET, MY FRIEND.

PHEW! RANDY... I DON'T KNOW ABOUT THIS *STUFF*... I DON'T KNOW IF IT'S GOING TO BE MUCH OF AN IMPROVEMENT OVER WHAT WE'RE TRYING TO COVER.

JINGLE JINGLE

SNIFF SNIFF

AIIIE

JINGLE JINGLE

IT'S EITHER THIS OR HAVE EVERY STRAY DOG WE RUN ACROSS TRY TO ROLL AROUND IN YOU.

MISSION ACCOMPLISHED.

AND JUST IN TIME, BECAUSE...

...WE ARE *HERE!*

WE ARE? WHERE?

PETER, I'M REALLY GOING TO HAVE TO *GET YOU OUT* MORE.

THROUGH THIS DOOR IS THE SWEETEST LITTLE UNDERGROUND CLUB YOU'LL EVER BE IN. JUST BE COOL... HANG OUT WITH ME... AND *LEARN.*

JINGLE JINGLE JINGLE

SNIFF SNIFF

MEOW

RRRRRRRR

WOOF

HISSSSS

REEORW

YELP

MEOW

JINGLE JINGLE JINGLE

LADIES AND GENTLEMEN, THE PLACE BENEATH THE ALLEY IS PROUD TO PRESENT...

...THE *BLACK VINYLS!*

EXCELLENT! PETE, YOU ARE GOING TO LOVE THESE GUYS!

THEY'RE THE BAND FOR THE MILLENNIUM. THEY DO THIS 90'S RETRO COVER OF 70'S SONGS WITH POST-80'S FUNK.

OH... ER... COOL.

AND WE BEAT THE CROWD!

WHAT A SURPRISE.

COOL! *JILL* AND *GLORY* ARE HERE.

ANOTHER SURPRISE?

-:SNIFF:- PETER...

NICE COLOGNE, PETE. LET ME GUESS... RANDY GAVE IT TO YOU? -:SNIFF:- HOWDY SAILOR -:SNIFF:- ISN'T IT?

WELL... *THIS* IS... NICE.

YEAH... IT *IS*.

VERY NICE.

VERY.

I'M GOING TO GET DRINKS. WHO WANTS WHAT?

ALL THEY HAVE IS SODA. NO LIQUOR LICENSE YET.

RANDY... COME WITH ME, MY FRIEND.

WHAT'S GOING ON?

WHAT?!

JUST THOUGHT YOU NEEDED TO GET OUT IS ALL.

YEAH... SO YOU KEEP TELLING ME *OVER AND OVER AGAIN* -- *AND* YOU KEEP BUSTING MY BUTT ABOUT *DATING*, SO...

...WHAT'S GOING ON?!

EXIT

LOOK... I'M TRYING TO MAKE THIS THING WITH GLORY WORK.

I KNEW SHE HAD PLANS WITH JILL FOR TONIGHT AND I THOUGHT...

...WELL I THINK IT'S *TIME* YOU STOP LOCKING YOURSELF IN YOUR ROOM AND GET BACK OUT INTO THE WORLD.

JILL... SHE'S *CUTE.*

THIS WAS A *SET-UP? A DATE?*

I WOULDN'T CALL IT *THAT*, PETER. BUT... IT WOULDN'T HURT YOU TO...

THE TWO OF YOU HAVE *CHEMISTRY.* HEY... I WOULDN'T MIND BEING ON THE NEXT EPISODE OF *SURVIVOR* WITH SOMEONE LIKE HER! I MEAN IF GLORY WASN'T AVAILA --

C'MON, PETE! DON'T BE LIKE THIS!

SIGNAL TO NOISE

HEAD

THIS DOESN'T FEEL *RIGHT* TO ME, GLORY.

PETER'S LIKE A BROTHER TO ME. AND HE'S OBVIOUSLY UNCOMFORTABLE WITH THE WHOLE THING.

WHAT?!

WE'RE JUST *FOUR FRIENDS* HAVING A *GOOD TIME!* WE DO IT ALL THE TIME. *WHY* IS THIS SUDDENLY DIFFERENT?

IT JUST... *IS.*

MUSKRAT LOOOOOOVE!

WHAT WAS RANDY *THINKING?*

I'M NOT *READY* FOR THIS -- NOT READY TO *DATE!* AND NOT *JILL!*

SHE'S LIKE A *SISTER,* OR A COUSIN... I DATED *HER COUSIN* FOR CRYING OUT LOUD!

I MEAN... I CAN'T... EVERY TIME I GET CLOSE TO *ANYONE...* I BRING BAD THINGS ALONG.

HOW DO I GET OUT OF THIS ONE? I NEED SOME FRESH --

SNIFF SNIFF

WONDERFUL.

WHAT ARE *YOU* DOING HERE, CAT?

I --

SPIDER-SENSE GOING *CRAZY* AGAIN.

HMMMM? THOSE TWO DON'T LOOK *TOO* SUSPICIOUS.

MUST BE THE ONES THAT ATTACKED ME EARLIER.

HOW DID THEY TRACK ME DOWN *HERE?*

I DON'T NEED *THIS!* NOT WITH RANDY AND THE GIRLS AROUND.

SWEET CARO-LINE! BOMP! BOMP! BAH!

GOOD TIMES NEVER SEEMED SO...

WHOA!

EXIT

THEY JUST STOPPED.

PROOF THAT THERE *IS* A GOD!

EXIT

MOMMY WAS RIGHT... WE SHOULD STICK TO PLAYING *BAR MITZVAHS*. PLACES LIKE THIS IS ***DANGEROUS.***

I'M GETHING WID OF THITH STHUPID TONGUE PIERTHING. I CAN HARDLY SHPEAK.

WHAT ARE THEY ***STARING*** AT?

CREEEK

MREOW

JINGLE JINGLE JINGLE

MEEE-- OW?!

YOU GENTLEMEN HAVE CAUGHT ME AT A *REALLY* BAD TIME IN MY LIFE...

NORMALLY I'M FULL OF SNAPPY BANTER AND WITTY REPARTEE, AND I TRY TO FIND THE *JOY* IN HERO-VERSUS-VILLAIN CONFRONTATIONS.

NOT TODAY!

TODAY I AM FEELING AS THOUGH MY LIFE HAS BEEN INVADED FOR THE *LAST* TIME!

HERE'S THE DEAL:

YOU TELL ME *WHO* HIRED YOU TO COME AFTER ME AND *WHY* --

-- AND I WON'T MAKE ANY LAME JOKES ABOUT WEARING PINSTRIPES AND BOW TIES OUT ON AN ASSASSINATION ATTEMPT.

AN INQUIRY, MR. Q?

OF COURSE, MR. P.

DO YOU HAVE THE *SLIGHTEST* NOTION OF THAT WHICH THIS *SPIDER-MAN* IS SPEAKING?

NOT IN THE LEAST, MR. P.

THEN SHALL WE DISPATCH HIM WITH ALL DUE HASTE AND PROCEED WITH OUR MISSION?

INDEED WE SHALL, MR. P. INDEED WE SHALL.

OKAY... I *THINK* YOU GUYS ARE SPEAKING ENGLISH, BUT...

...WHAT THE HECK ARE YOU TALKING ABOUT?

CHOOM

CHOOM

IF YOU'RE NOT AFTER *ME*...

...THEN WHO?

AH! A MISSION MOST FURTIVE.

AN ESCAPEE. A HEINOUS CREATURE. A WALKING GENETIC TIME BOMB.

IS THIS NOT TRUE, MR. P?

--UGHK!

INDEED IT IS, MR. Q.

THE GENTLEMEN OF *A.I.M.** SOUGHT OUR TALENTS TO TRACK DOWN THIS *FELINE* AND END ITS LIFE.

--AGHK!

* Advanced Idea Mechanics -- Axel

EXCUSE ME? "FELINE"?
INDEED. A TABBY... A CAT!
IS IT DANGEROUS?
NOT TO THE BEST OF OUR KNOWLEDGE.
THEN WHY NOT LEAVE IT ALONE?
I BELIEVE WE WERE NOT *PAID* TO LEAVE IT ALONE.
WE DO WHAT WE ARE *PAID* TO DO! AND ON RARE OCCASIONS... WHEN OBSTACLES APPEAR... WE DO JUST A TAD MORE.
MREEOOW
HISS
ARRR! MR. P! AID IS NEEDED TOUT DE SUITE.
THWAPP
THWAPP
TOO LATE, MY GOOD FELLOWS!

WONK

WONK

TELL YOU WHAT: WE'RE GOING TO GIVE THIS POOR KITTY A BREAK.

HIS LIFE'S BEEN SCREWED WITH *MORE* THAN ENOUGH.

WE'RE GOING TO LET HIM LIVE A LITTLE... HANG OUT WITH HIS CAT FRIENDS... GET A GIRLFRIEND... LIVE IN PEACE.

MEOW

MEOW?

...HOPEFULLY SOME PLACE FAR, *FAR* AWAY.

SHOO! GO ON... *GET!* MAKE SOME FRIENDS...

...AND LET ME GET BACK TO MINE!

SIGNAL TO NOISE

LATER THAT NIGHT...

C'MON, PETE! YOU'RE NOT STILL MAD AT ME ... ARE YOU?

THE WHOLE THING... IT MADE *ME* UNCOMFORTABLE, RANDY.

WORSE... IT MADE *JILL* UNCOMFORTABLE.

AND GLORY CERTAINLY DIDN'T LOOK TOO PLEASED WHEN WE PUT THEM IN THAT CAB.

OKAY... *OKAY!* I SCREWED UP!

LOOK -- I'LL MAKE IT UP TO YOU. WHAT CAN I *DO*? ANYTHING!

HMMM ...

WELL, FOR STARTERS YOU CAN HOLD THE DOOR WHILE I FIND MY OTHER KEYS--

SNIFF *SNIFF*

SNIFF

OH NO.

LOOKS LIKE WE'VE GOT OURSELVES ANOTHER ROOMIE, PETE!

PHEW!

I THINK I'VE GOT ANOTHER BOTTLE OF "HOWDY SAILOR" UPSTAIRS!

THE END

MARVEL COMICS

THE AMAZING SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

#28

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MACKIE
BENNETT
FLOREA

HELLO?

I KNOW YOU'RE THERE.

I CAN TELL.

PLEASE TALK TO ME.

HOT

At a demonstration on Radiation, high school student Peter Parker was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power must also come Great Responsibility.

Stan Lee Presents:

The Amazing Spider-Man

DISTRACTIONS

HOWARD MACKIE WRITER JOE BENNETT PENCILS SANDU FLOREA INKS GREGORY WRIGHT COLORS
RICHARD STARKINGS & COMICRAFT'S ALBERT DESCHESNE LETTERS AXEL ALONSO EDITOR JOE QUESADA EDITOR IN CHIEF

WHY ARE YOU DOING THIS TO ME?

I'M TIRED... I JUST WANT TO GO HOME... TO MY HUSBAND...

...TO MY LIFE.

ANSWER ME, WHY? PLEASE!

I THINK I'LL GO CRAZY IF YOU DON'T.

HOW LONG HAVE I BEEN HERE?

WHERE AM I?

OH, GOD, PLEASE... JUST TELL ME SOMETHING.

I JUST...

...WANT TO GO HOME.

PLEASE?

HELLO?

NO... DON'T GO.

PLEASE.

WELL, HEL-LO THERE!

YOU MUST BE RANDY'S FRIEND, RIGHT? HE SAID YOU'D BE BRINGING THE TV BY.

PELAR... ISN'T IT? IS THAT A *FRENCH* NAME? I LOVE FRENCH!

ER... NO... IT'S *PETER*... PETER PARKER. I'M... FROM QUEENS.

WHATEVER.

NAME'S FALLON.

COME ON IN.

WELCOME TO MY HUMBLE ABODE, *PIERRE!*

IT'S... PETER.

UH-HUH.

YOU INTO *WICCA*, P?

"WICCA"?

'CAUSE... I... AM... A... WITCH!

AND RIGHT NOW I AM CASTING A MAJOR SPELL ON *YOU*, FRENCHIE.

HEY -- YOU FEELING OKAY? LOOKING A LITTLE FLUSHED THERE. I'M GONNA CRANK UP THE BOX AND GET US BOTH A DRINK.

YOU KNOW... I'D LIKE THAT, BUT... ER... I CAN'T... NOT TODAY.

I GOT... ER... I GOT AN *APPOINTMENT*... THAT'S RIGHT!

I'VE GOT AN APPOINTMENT THAT I'VE *GOT* TO MAKE, BECAUSE... IF I DIDN'T...

...THAT WOULD BE *BAD*.

BUT... ER... MAYBE WE CAN GET TOGETHER SOME OTHER TIME. GO OUT... GRAB SOME FOOD... DO A MOVIE... OR... ER... SOMETHING IN *PUBLIC!*

-:SNIFF SNIFF:-

OOOH! I LIKE THE WAY YOU THINK, PEPE!

-:SNIFF:-

BUT ABOUT THE *GOING OUT* THING...

...NO CAN DO!

THIS ANKLET... IT'S A HOUSE ARREST THING.

AND REALLY FOR NOTHING! I MEAN THE DUDE DESERVED IT, AND IT'S NOT LIKE HE'S STILL IN INTENSIVE CARE!

BUT, YOU KNOW... A FRIEND OF MINE SAYS IF YOU WRAP ENOUGH ALUMINUM AROUND IT...

ER... YEAH... SWEET!

I'LL CALL YOU!

SOON. REALLY.

NECRO MICON

A SHORT TIME LATER...

I... AM... GOING... TO KILL... MY ROOMMATE!

I MEAN, WHAT WAS HE *THINKING?*

WAIT.

OKAY... CALM... BREATHE... RELAX!

NOT GOING TO DO ANYONE ANY GOOD IF I LOSE MY COOL.

MAN! I *HATE* HAVING TO BE THE REASONABLE ONE ALL THE TIME!

SOMETIMES I WISH I COULD JUST CUT LOOSE AND NOT HAVE TO WORRY ABOUT MY SUPER POW --

OKAY... CALM...

RANDY!

LOOK AT YOU, BUDDY! LOOKS LIKE YOU'RE IN SOME SORT OF TRANCE!

WHAT'D I TELL YOU LADIES... FALLON DO THAT *VOODOO* SHE DOES SO WELL?

WHAT--?
JILL? GLORY? YOU TWO WERE IN ON THIS... THIS... THIS *SET-UP*?!
ER... AH... WE THOUGHT THAT...
GLORY?
THAT MAYBE... YOU KNOW...
COME ON, PETE! TIME TO GET OUT INTO THE WORLD! TIME TO START *LIVING* AGAIN! TO DO THE DATING THI --
DID RANDY HAPPEN TO MENTION THE PIERCINGS? THE TATTOOS? THE WITCHCRAFT? OR MAYBE...
...THE *CRIMINAL RECORD*?!
RANDY?
ER... OH YEAH... *THAT!*
WHAT WERE YOU *THINKING*?
HEY! SHE'S CUTE! AND A *CONTORTIONIST!* WHAT COULD BE SO BA --?
EXCUSE US... WE'VE GOT TO *TALK!*

PETER...?
I'M SORRY... I... I DIDN'T KNOW.
IT'S OKAY, JILL. I'M JUST NOT READY.
WHOA! I'M *ONLY* SORRY THAT GLORY AND I WERE STUPID ENOUGH TO TRUST RANDY TO CHOOSE THE GIRL.
I *DO* THINK IT'S A GOOD IDEA THAT YOU START DATING AGAIN. IT'S BEEN ALMOST SIX MONTHS! YOU KNOW THAT MARY JANE WOU --
PLEASE, JILL... *DON'T.* I'M *NOT* READY. I NEED MORE TIME.
PETER... IT'S JUST THAT YOU HAVE SO MANY PEOPLE THAT *CARE* FOR YOU... WHO ONLY WANT THE BEST FOR YOU.
WE ALL... *I* JUST WANT TO SEE YOU HAPPY AGAIN.
THERE'S *SOMEONE* OUT THERE, PETER. SOMEONE WHO...
I ALREADY MET THAT *SOMEONE,* JILL. AND SHE WAS TAKEN AWAY FROM ME.

LATER THAT NIGHT...

MAYBE THEY'RE RIGHT. MAYBE I *DO* HAVE TO START MOVING ON WITH MY LIFE.

BUT NOT WITH *CONVICTED FELONS.*

AND NOT *NOW!*

IT JUST FEELS LIKE EVERYTHING IN MY LIFE HAS BEEN SO HEAVY FOR SO LONG.

IT WASN'T ALWAYS LIKE THIS. I --

BRRRRAT PTOOM BOOM

WHAT'S *THIS?* THE DULCET TONES OF *GUNSHOTS?*

SAY IT AIN'T SO!

-- WE'VE JUST ARRIVED ON THE SCENE IN TIME TO BEAR WITNESS TO THE LATEST CHAPTER IN THE RISING GANG WAR BETWEEN RIVAL FACTIONS OF NEW YORK'S UNDERWORLD.

IT'S A WAR ZONE DOWN HERE. THE SOUNDS OF GUNFIRE FILL THE AIR.

POLICE ARE ARRIVING ON THE SCENE, BUT, QUITE FRANKLY, I'M NOT SURE WHAT THEY CAN DO. IT'S GOING TO TAKE A --

WAIT! OFF ON THE HORIZON IT'S...

EXACTLY WHAT I NEEDED TO CLEAR MY HEAD. A LITTLE MAYHEM COURTESY OF...

...THE ENFORCERS?!

WELL... THIS WILL CERTAINLY TAKE MY MIND OFF OF THE WHOLE DATING DILEMMA!

SPIDER-MAN! THE WALL-CRAWLER'S REPUTATION IS A CHECKERED ONE.

HERO? VIGILANTE? CRIMINAL?

WHICHEVER HE IS... THE WALL-CRAWLER HAS A KNACK FOR APPEARING IN THE MIDST OF THE CITY'S MOST VIOLENT CONFRONTATIONS.

THEY APPEAR TO BE TARGETING THAT ONE LIMOUSINE IN PARTICULAR.

WONDER WHO IT IS THEY'RE AFTER?

GUESS THERE'S ONLY ONE WAY TO FIND OUT!

OX.

FANCY DAN.

MONTANA.

WHY DON'T WE PUT AWAY THE WEAPONRY AND DUKE THIS OUT LIKE GOOD HEROES AND VILLAINS?

PTOOMPTOOMPTOOMPTOOM

THIS AIN'T YOUR FIGHT, SPIDEY! THIS IS BETWEEN ME AND THE KINGPIN'S FREAKS.

IF YOU AIN'T WILLING TO WHACK 'EM... JUST STAY OUTTA THE WAY!

JIMMY-6?

SHOULD HAVE KNOWN THAT, DESPITE HIS BEST INTENTIONS, HE COULDN'T STAY CLEAN AFTER TAKING OVER HIS FATHER'S CRIME FAMILY. HE COULDN'T STAY STRAIGHT.

YOU KNOW... ONE OF THESE DAYS I SHOULD TAKE THE BAD GUYS UP ON THIS KIND OF THING AND LET THEM KILL EACH OTHER.

BUT JIMMY... I *OWE* HIM.

HE'S HELPED ME OUT IN THE PAST... BOTH AS PETER PARKER AND SPIDEY, SO --

MARY! YOU TAKE JAMES AND GET OUTTA HERE... *NOW!*

JIMMY'S *WIFE* AND *KID!*

THE ENFORCERS... THEY WOULDN'T...

NOT AN INNOCENT MOTHER AND CHILD... WOULD THEY?

THIS IS NONE OF YOUR BUSINESS, BUG-MAN!

OOLPH!

MARY! TAKE THE KID AND MOVE IT!

NOT WITHOUT YOU, JAMES. I'M NOT!

URRK!

HURRY UP! LET'S GET YOU OUTTTA HERE.

SPIDER-MAN SEEMS TO HAVE HIS HANDS FULL WITH THOSE THREE MUGS. HE'S GONNA NEED SOME HELP.

UFK!

KRAK

JEEZ! I'M GETTING TOSSED AROUND LIKE A *RAGGEDY ANN* DOLL!

I SHOULDN'T BE HAVING SO MUCH *TROUBLE* WITH THESE GUYS.

LOSER

WHAT'S *WRONG* WITH ME?

-- YES YOU HEARD ME, SPIDER-MAN IS DOWN.

AND NOW HE'S JUST SITTING THERE. STARING AT AN OLD BILLBOARD WHILE THE ENFORCERS --

THEY'RE *GETTING AWAY!*

GOT TO CLEAR MY HEAD.

TRY TO STAY FOCUSED.

I CAN STILL GET AHEAD OF THE ENFORCERS... GET BETWEEN THEM AND JIMMY BEFORE...

THWIP

SPIDER-MAN IS *UP!*

IS IT JUST **ME**, OR HAS ANYONE ELSE WONDERED IF THOSE WEBS COME FROM HIS HANDS OR ARE SOME SORT OF MECHANICAL DEVICE?

BLAM

ARRGH!

MY ARM!

ARRGH!

KTASH

THOMP

NICE SHOT. YOU MESSED UP THE WALL-CRAWLER'S ARM REAL GOOD, DAN.

THAT'S WHAT I WAS *GOIN' FOR*, OX.

SHOULD WE *KILL* HIM?

TEMPTING AS THAT *IS*, BOYS... WE'RE *PROS*. SOMEBODY WANTS HIM DEAD... LET THEM *PAY* US ANOTHER DAY.

THAT DAY'LL *COME*...

WHAT'S GOING ON HERE?

WHAT'S GOING ON WITH ME?

A SHORT TIME LATER...

ARM'S STILL SORE, BUT LUCKILY THE BULLET JUST GRAZED IT.

IF MEMORY SERVES, THIS IS WHERE JIMMY-6 WAS LAST HOLED UP.

FROM THE LOOKS OF ALL THE MUSCLE...

...HE STILL *IS*.

ALWAYS FELT JIMMY AND ME HAD A LOT IN COMMON.

HE GOT DRAGGED INTO THE FAMILY BUSINESS... SAW THE POWER THAT CAME WITH IT... AND FELT A SENSE OF ***RESPONSIBILITY*** TO DO THE RIGHT THING.

ALWAYS DID RIGHT BY ME.

IF HE'S IN TROUBLE... I ***OWE*** HIM.

JIMMY?

WHO -- ?

TOOM TOOM TOOM TOOM TOOM

ER... BY THE WAY... YOU *MISSED!*

OH... IT'S JUST *YOU.* CAN I HAVE MY *GUN* BACK?

ME? I'M *FINE.* THANKS FOR YOUR CONCERN.

WHAT'S *GOING ON* HERE, JIMMY? WHERE ARE YOUR WIFE AND KID?

THEY'RE SAFE. DON'T WORRY ABOUT IT.

I'M GONNA HANDLE IT. IT *ENDS* TONIGHT... *AFTER* I WHACK FISK.

THE *KINGPIN?* WHAT'S HIS GRIPE WITH YOU?

ONE OF MY GUYS -- A NEW KID TRYING TO MAKE A *NAME* FOR HIMSELF -- KNOCKED OVER A HIGH-STAKES POKER GAME.

TURNS OUT IT WAS THE WRONG GAME. IT WAS FISK'S GAME.

OUCH.

TELL ME ABOUT IT. FISK WANTS THE NUMBSKULL ***DEAD,*** AND I DON'T SELL OUT MY PEOPLE. NOW ME AND MY FAMILY ARE THE TARGET.

WONDERFUL WORLD I BROUGHT MY KID INTO, HUH?

YEAH. IT STINKS WHEN OUR ***LOVED ONES*** GET CAUGHT UP IN OUR --

KTASH

I ***TOLD*** YOU WE SHOULDA KILLED THE WEB-SLINGER WHEN WE HAD THE ***CHANCE,*** DAN!

I'M JUST GONNA SNAP HIS NECK AND BE DONE WITH HIM.

SOUNDS LIKE A PLAN.

HUGGH!

HUGGH!

SORRY, OX --

?

-- I KIND OF LIKE MY NECK JUST LIKE IT IS!

ANOTHER ONE WITH THE NECK?!

YOU KNOW, YOU GUYS COULD JUST GO TO CHIROPRACTIC SCHOOL... GET OUT OF THE WHOLE SUPER-VILLAIN THING...

...JUST A THOUGHT!

HOLD 'IM RIGHT THERE, DAN!

I'M GONNA KNOCK 'IM INTO NEXT --

THOK

OOPS! SORRY, DAN.

KILL HIM!
KILL HIM NOW!
MAN! YOU GUYS JUST CAN'T MAKE UP YOUR MINDS!
KILL HIM!
DON'T KILL HIM!
KILL HIM!
DON'T KILL HIM!
OX?
HERE'S A SUGGESTION:
YOU DON'T KILL HIM, ME, JIMMY, THE WIFE, THE KID -- OR ANYONE ELSE!
HEY! THAT GOES FOR YOU TOO, JIMMY!
NO ONE IS DYING TONIGHT --
-- UNDERSTAND?
YEAH... FINE... WHATEVER.

A FEW MINUTES LATER...

THOUGHT JIMMY WOULD SEE IT MY WAY.

I STILL THINK HE'S GOT A GOOD HEART AND WANTS NOTHING MORE THAN TO HAVE A NORMAL LIFE WITH HIS KID AND...

HELLO?

?

HELLO?

THIS *BILLBOARD*.

IT'S THE ONE... FROM BEFORE... IT'S... IT...

ARE YOU BACK?

IT'S...

ARE YOU THERE ?

...MARY JANE!

PLEASE...

...TALK TO ME!

LET ME KNOW THAT I'M STILL ALIVE!

TO BE CONTINUED...

MARVEL COMICS

THE AMAZING SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

#29

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MACKIE
WEEKS
HANNA

At a demonstration on Radiation, high school student Peter Parker was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power there must also come Great Responsibility.

Stan Lee Presents: THE AMAZING SPIDER-MAN

MARY JANE

Howard Mackie Writer Lee Weeks Penciler
Scott Hanna Inks Brian Haberlin Colors
Richard Starkings & Comicraft's Wes Abbott Letters Axel Alonso Editor Joe Quesada Chief

I JUST CAN'T SHAKE THIS FEELING THAT YOU'RE OUT THERE SOMEWHERE...

IT'S NOT DENIAL... NOT DEPRESSION... I'M NOT CRAZY.

IT'S A REAL, PALPABLE FEELING IN THE BACK OF MY HEAD...

YOU'RE OUT THERE, MJ. YOU'RE *ALIVE.*

I'M NOT GOING TO LET GO OF THE FEELING *THIS TIME.*

I'M GOING TO STICK WITH IT... LET IT GROW... AND THEN...

...I'LL COME FOR YOU.

WE'LL BE TOGETHER AGAIN.

FOREVER.

ON THE FAR SIDE OF THE CITY...

IT'S HAPPENING!

DINER

HE'S ALMOST READY!

BUT NOT QUITE... YET!

NEED JUST A LITTLE MORE TIME AND THEN...

...PEACE.

EVERYONE TELLS ME THAT I'VE GOT TO MOVE ON WITH MY LIFE.

EVERYONE INSISTS THAT YOU DIED IN THE PLANE CRASH.

BUT *THEY* DON'T KNOW *YOU*.

DON'T KNOW *US*.

DON'T KNOW MY *SECRET!*

WE DON'T LIVE *ORDINARY* LIVES.

YOU'RE OUT THERE.

I KNOW IT.

THE *PAIN*... IT'S DIMINISHING.

BUT WHAT IS A LITTLE MORE *PAIN* AFTER ALL THIS TIME?

ALL THE WAITING.

THE SUFFERING.

NOT FOR TOO MUCH LONGER. HE WILL --

HELLO?

ARE YOU THERE?

CAN YOU HEAR ME?

I'M HUNGRY.

CAN I PLEASE HAVE SOME FOOD?

DIN

HELLO?

DID YOU HEAR ME? I SAID I'M --

SHRK

WAIT!

PLEASE...

...DON'T GO.

JUST *STAY* FOR A MOMENT AND *TALK* TO ME.

YOU'VE BEEN HOLDING ME IN THIS ROOM FOR SO LONG. IS IT TOO MUCH TO ASK FOR ANOTHER VOICE...

HELLO?

I'M... HERE.

OH! THANK YOU!

HOW ABOUT YOU OPEN THE DOOR? SO I CAN SEE YOU?

NO.

YOU'D TRY TO ESCAPE. AND THEN... AND THEN... I'D HAVE TO *STOP* YOU... *HURT* YOU...

AND I DON'T WANT TO DO THAT... IT WOULDN'T HELP ANYTHING. I *NEED* YOU... NEED YOU TO --

NEED ME TO *WHAT...?*

WHAT DO YOU *WANT* FROM ME?

YOU'VE ALREADY GIVEN IT TO ME.

IT'LL BE HERE SOON.

MEANWHILE...

KNOK KNOK

PETER?

YOU IN HERE?

YEAH, JILL, JUST GETTING DRESSED AND... YOU KNOW... THINKING.

OH... PETER. YOU CAN'T GO ON LIKE THIS.

SHE'S GONE, PETER. WE ALL MISS HER, BUT...

...YOU JUST CAN'T.

YEAH, WELL... LATELY... I DON'T KNOW *HOW* TO EXPLAIN IT WITHOUT SOUNDING CRAZY. IT'S... IT'S LIKE...

...I *KNOW* SHE'S STILL ALIVE.

IT'S LIKE SHE'S IN THE NEXT ROOM. CALLING TO ME.

IT'S LIKE SHE'S JUST ON THE OTHER SIDE OF THE DOOR.

LIKE I CAN HEAR HER... AND SOMEONE ELSE... ANOTHER VOICE...

...JUST OUT OF REACH.

LOOK, IT'S NOT TOO LATE TO STOP THIS. IF YOU LET ME GO, I PROMISE...

...I...

M-MY *HUSBAND*... HE'S NOT GOING TO LET YOU JUST --

YOUR HUSBAND THINKS YOU'RE DEAD. THE WHOLE WORLD THINKS YOU'RE DEAD.

B-BUT WHY? WHY WOULD THEY THINK I'M DEAD?

BELIEVE ME, IT'S BETTER YOU DON'T REMEMBER.

SOMETIMES I WISH I COULD FORGET.

BUT UNDERSTAND: I HAD NO CHOICE. I HAD TO DO IT.

I NEEDED TIME... NEEDED A LINK.

A LINK...? TO *WHAT?*

WHY DO YOU GUYS ALWAYS TALK IN RIDDLES?

"YOU GUYS"?

BELIEVE ME, NO MATTER WHAT YOU THINK, NEITHER YOU, NOR YOUR HUSBAND, HAS EVER MET ANYONE LIKE *ME* BEFORE.

YOU'LL SEE, JILL.

SHE'S OUT THERE.

YOU DON'T SPEND AS MUCH TIME, DON'T LOVE SO DEEPLY AS MJ AND I HAVE AND --

I...

...I JUST NEED A LITTLE MORE TIME TO FIND HER...

PETER, WHEN'S THE LAST TIME YOU ATE?

...JUST A LITTLE MORE TIME...

MM-HM. I'LL BE RIGHT BACK.

IT'S TIME.

PETER, YOU GUYS DON'T HAVE MUCH IN THE FRIDGE. JUST SOME MOLDY OLD CHEESE AND --

PETER?

I NEVER WOULD HAVE TREATED YOU THAT WAY.

NEVER TREATED ME *WHAT* WAY?

I NEVER WOULD'VE LEFT YOU ALONE, NIGHT AFTER NIGHT, TO GO OUT AND... AND...

YOU KNOW? ABOUT...?

ABOUT YOUR HUSBAND BEING A *SUPER HERO?*

ABOUT HIM BEING *SPIDER-MAN?*

YES... I KNOW.

I KNOW A LOT OF THINGS.

TOO MUCH SOMETIMES.

TOO MUCH.

PLEASE, STOP BEING SO CRYPTIC! TELL ME SOMETHING I CAN *UNDERSTAND.*

ABOUT WHO YOU ARE... WHY YOU'RE DOING THIS TO ME... PLEASE... I *DESERVE* TO KNOW.

"YES. I GUESS YOU DO.

"HE'LL BE HERE SOON. YOU'LL HAVE YOUR ANSWERS.

"A YEAR AGO, YOU WOULD HAVE PASSED ME ON THE STREET AND NEVER GIVEN ME A SECOND THOUGHT.

"I WAS ONE OF THOSE *CRAZIES* THAT EVERYONE AVOIDS, THANKING GOD THAT SUCH A THING DIDN'T HAPPEN TO *THEM*.

DAILY BUGL

"NO ONE WANTED *ANYTHING* TO DO WITH ME. NO ONE WANTED TO KNOW WHAT *MY* STORY WAS...

"...BUT I KNEW *THEIRS*.

"EVERY *SINGLE* DETAIL OF THEIR LIVES WAS OPEN TO ME. EVERY *THOUGHT*. EVERY *EMOTION*. EVERY *SECRET*.

"A CACOPHONY OF VOICES FILLED MY HEAD -- THE THOUGHTS OF ANYONE NEAR ME. THERE WAS NOTHING I COULD DO TO TUNE THEM OUT.

"THE *VOICES* HAVE BEEN IN MY HEAD SINCE PUBERTY. AT FIRST I THOUGHT I WAS CRAZY. DOCTORS EVEN DIAGNOSED ME AS SCHIZOPHRENIC.

"BUT THE DOCTORS AND THE MEDICATIONS COULDN'T HELP. ISOLATION WAS THE ONLY SALVE FOR MY PAIN.

"BUT ONLY FOR A WHILE.

"THE WORLD... THE VOICES... *HUMANITY*... WOULDN'T LEAVE ME *ALONE!*

"I COULDN'T GET FAR ENOUGH AWAY WITHOUT COUNTLESS VOICES... SCREAMING... TEARING THROUGH MY HEAD... WITH THE STEADY TORRENT OF INANE BABBLE DRIVING ME CLOSER AND CLOSER TOWARD THE BRINK OF INSANITY.

"THEN, ONE DAY, THE VOICES JUST...

"I DON'T REMEMBER EXACTLY WHERE I *WAS* WHEN IT HAPPENED... *WHY* I'D VENTURED OUTSIDE THAT DAY.

"WHAT I *DO* REMEMBER WAS THE SILENCE.

"THEN A VOICE, CREEPING INTO THE BACK OF MY MIND.

"NO -- NOT *ONE* VOICE. *MANY*... SPEAKING... THINKING... AS *ONE*.

"I REMEMBER EVERY SINGLE PERSON AROUND ME LOOKING *UP* -- FOCUSED ENTIRELY ON SOMETHING ABOVE US... SOMETHING ON THE ROOFTOPS.

"PUMPKINS AND WEBBING FILLED THE AIR.

"GOOD LORD, IT WAS *AMAZING!*

"*THEY* WERE AMAZING!

"I GUESS I SAW THE EXPLOSION, I CAN'T BE SURE.

"EMOTIONS SURGED FORWARD... TURNED INTO UNBRIDLED *PANIC.* THE CROWD SCATTERED... THEIR MINDS BEGAN TO PULL APART...

"I *KNEW* I WAS IN DANGER.

"AND YET...

"...ALL I COULD DO WAS WATCH AS A CERTAIN DEATH DESCENDED UPON ME.

"I'LL *NEVER* KNOW.

"IN A HEARTBEAT, *EVERYTHING* CHANGED FOR ME.

"MAYBE IT WOULD HAVE BEEN A BLESSING.

"IN THAT MOMENT I SAW THE POSSIBILITIES UNFOLD BEFORE ME."

DINER

AH! I CAN FEEL HIM... HE'S GETTING CLOSER.

THAT'S OKAY... THERE'S NOT MUCH LEFT TO TELL.

WE'LL BE *READY* FOR HIM.

"I DON'T KNOW WHAT IT WAS -- THE SIMPLE ACT OF PHYSICAL CONTACT...? THE UNIQUE NATURE OF HIS BIO-CHEMISTRY INTERACTING WITH THE SURGE OF ADRENALINE AND MY OWN POWERS...? **DESTINY?**

"WHAT I **DO** KNOW IS THAT WHEN HE TOUCHED ME, I EXPERIENCED SOMETHING ENTIRELY **NEW.** I WAS PROVIDED A WINDOW INTO HIS MIND... HIS HEART... HIS VERY ESSENCE.

"I SAW HIM IN HIS **ENTIRETY...**

"MY SOUL WAS COLD, MY HEART A CALCIFIED MUSCLE -- AND NOW I HAD ANOTHER LIFE -- **HIS** LIFE -- LAID OUT BEFORE ME.

"AUNT MAY... UNCLE BEN.

"THE **RADIATION...** THE **ACCIDENT...**

"...THE **SPIDER!**

"I **LIVED** THEM ALL...

"I **WAS** PETER PARKER.

"I WAS SPIDER-MAN!

"HIS HAPPINESS, HIS PAIN -- ALL OF IT UNFOLDED BEFORE ME.

"THE BURGLAR.

"THE DEATH OF HIS UNCLE BEN.

"HIS ADVENTURES, HIS VICTORIES, HIS LOSSES --

"-- AND EVERYTHING IN BETWEEN.

"HIS FAMILY... HIS FRIENDS... HIS ENEMIES... *YOU!*

"I SAW THE EMPTINESS OF MY LIFE... MY OWN EXISTENCE.

"SAW EVERYTHING THAT I HAD MISSED.

"EVERYTHING."

YOU'RE *SICK!*

PERHAPS I *AM*, BUT NOT OUT OF *CHOICE*. I NEVER ASKED FOR THIS *CURSE*. AND I AM READY TO BE DONE WITH IT.

I'LL *NEVER* BE *YOURS!* NO MATTER HOW LONG YOU KEEP ME HERE.

IT WON'T BE MUCH LONGER.

EVERYTHING I'VE DONE SINCE THAT DAY HAS BUILT TO THIS MOMENT. AFTER MY EXPERIENCE WITH YOUR HUSBAND, I FOUND MY FOCUS... KNEW WHAT I WAS *CAPABLE* OF...

...KNEW WHAT I WANTED...

...AND HOW TO GET IT.

THE PHONE CALLS -- THE HARASSMENT -- WERE MERELY MEANT TO UNNERVE YOU BOTH.

FOR THE NEXT PHASE TO BEGIN I NEEDED ONLY *TWO* THINGS:

"A DISGUISE AND A DRUGGED LOLLIPOP.

"NO ONE SUSPECTED A THING OF THE KINDLY OLD MAN WHO USHERED HIS SICK NIECE OFF THE PLANE. A *KIDNAPPING* IN BROAD DAYLIGHT, AND NO ONE NOTICED.

"NOT THAT IT WOULD HAVE *MATTERED...*"

OH MY GOD! I REMEMBER! THE PLANE!

YOU KILLED THEM ALL... JUST TO GET TO ME!

OH, DEAR... YOU MISUNDERSTAND.

I NEEDED THE EXPLOSION FOR A *REASON:* TO MAKE YOUR HUSBAND THINK YOU WERE DEAD. HIS GRIEF WOULD MAKE HIM *VULNERABLE.*

THIS WAS NEVER *REALLY* ABOUT YOU.

"AH... IT'S ALMOST OVER.

"HE'S HERE."

WHAT?! WHO'S HERE?!

WHAT DO YOU MEAN?!

LET ME OUT! LET ME OUT OF HERE, YOU...

KLK

?

CREEEEEEEK

KRAK

WHERE *ARE* YOU?

WHAT *GAME* ARE YOU PLAYING *NOW*? I'M *NOT* GOING TO--

FWAM

I...

I KNEW.

I KNEW.

PETER.

I KNEW YOU WERE ALIVE!

WHO DID THIS?

WHY?

I DON'T KNOW.

"I WANTED... NEEDED IT ALL.

"YOU KNOW... IT WAS NEVER REALLY ABOUT YOU..."

"AND NOW I HAD ANOTHER LIFE... HIS LIFE...

"...SAW *EVERYTHING* THAT I HAD MISSED...

PETER.

LOOK OU--

TOO LATE.

SPIDER-SENSE HAS BEEN SHUT OFF.

KRAK

I NEED IT *ALL!*

I NEED HIS *LIFE!*

TO BE CONTINUED IN PETER PARKER #29!

MARVEL COMICS

PETER PARKER™ SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

#29

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JENKINS
ADLARD

At a demonstration on Radiation, high school student PETER PARKER was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power there must also come Great Responsibility.

Stan Lee Presents: Peter Parker, Spider-Man!

Pain is a mountain of cruelty that you just can't climb.

Pain is being run over very slowly. Bang. Crack. That was a rib. Your spine hurts... your lungs are dry.

NNN...

It's a sickening crunch inside. You try to get up. You fall down.

Pain is everything you'd cross the street to avoid, pressing on your neck like a ten-ton weight.

...NNAHH!

We are born into pain...

...AND THAT'S WHERE WE GO WHEN WE DIE.

DESTINATIONS

Paul Jenkins Writer Charlie Adlard Art

Jung Choi Colors RS & Comicraft's Wes Letters

Axel Alonso Editor

Joe Quesada

Chief

DON'T *FIGHT* THIS, PETER. IT WAS ALWAYS GOING TO HAPPEN ANYWAY.

DON'T MAKE THIS HURT MORE THAN IT *SHOULD* --

...HHH...

STOP IT! WHAT ARE YOU *DOING* TO HIM?

...OH, GOD... IT *HURTS*...

OH, PLEASE... *PLEASE* DON'T DO THIS...

FORGIVE ME... *NNN*... FOR BEING TRITE... BUT AS HE HURTS, SO DO *I*. HIS MEMORIES, HIS EMOTIONS... ARE BECOMING *MINE*.

I *FEEL* HIS PAIN.

=EHH=
DON'T DO *WHAT*, MARY JANE? ALL I'M DOING IS TAKING WHAT SHOULD HAVE BEEN MINE IN THE *FIRST* PLACE --

BE REALISTIC. YOU *KNOW* WHAT HAS TO HAPPEN IS FOR THE *BEST*...

LOOK, PLEASE... *WHOEVER* YOU ARE... I DIDN'T MEAN TO UPSET YOU. I'LL DO *WHATEVER* YOU WANT...

...JUST *STOP* HURTING HIM, OKAY?

YOU HAVE TO STOP FIGHTING ME, PETER... HHH... THERE CAN BE ONLY ONE OF US. I PROMISE YOU... IT'LL BE OVER IF YOU JUST ACCEPT IT --

I WOULDN'T DO THAT.

I'D STOP YOU IN YOUR TRACKS BEFORE YOU GOT WITHIN TEN FEET. YOU WOULDN'T STAND A CHANCE.

THINK AGAIN, DIPSTICK.

SMASH

UHH...

OW...

...THAT HURT!

JEEZ M.J., WHAT'D YOU DO *THAT* FOR...?

OMIGOD... OMIGOD, PETEY, I'M SO *SORRY.* IT WAS THE ONLY THING I COULD *THINK* OF... ...I HADDA GET TO HIM THROUGH *YOU* --

I WAS SO CLOSE. THE TRANSFER WAS ALMOST COMPLETE.

WHY WOULD YOU *DO* THAT, MARY JANE?

-- UHH...

MARY JANE!

M.J., CAN YOU HEAR ME? WHAT'S HAPPENED?

WHAT DID YOU DO TO HER, YOU --

HEY, SWEETIE... IT'S ME. OH, PLEASE...

...I CAN'T LOSE YOU AGAIN!

...I DON'T KNOW, NURSE... THERE'S SOME *FRAGILITY* IN THE BONE RIGHT THERE. IT LOOKS LIKE OSTEOPOROSIS.

MAKE SURE MRS. TENNENT REMAINS IMMOBILIZED UNTIL I HAVE A CHANCE TO EXAMINE HER, AND --

WHUMP

OH, MY --!

I NEED A DOCTOR!

LET'S MAKE ONE THING CLEAR: EVEN ASSUMING YOU *ARE* THE REAL SPIDER-MAN, YOU CAN'T JUST BARGE IN HERE.

THIS IS AN *EMERGENCY WARD*, NOT A *DENTIST'S* OFFICE --

LISTEN TO ME: I DON'T HAVE TIME TO ARGUE WITH YOU, SO I'M NOT *GOING* TO.

THIS WOMAN NEEDS *URGENT MEDICAL ATTENTION*. ANY TIME YOU WASTE MARKING YOUR TERRITORY WITH *ME* IS TIME YOU SHOULD HAVE SPENT HELPING *HER* -- KAPISCH?!

HAGIE... FETCH ME SOME SMELLING SALTS AND BRING OVER A HEART MONITOR AND A SALINE DRIP.

NURSE... GO AND SEE IF THERE'S A *POLICE OFFICER* AT THE FRONT DESK, PLEASE.

OKAY, I NEED TO KNOW WHAT *YOU* KNOW, SPIDER-MAN. DID THIS WOMAN INGEST SOMETHING... WAS IT A BLOW TO THE HEAD...?

I... I'M NOT SURE.

PETER... CAN YOU HEAR ME, PETER?

WELL, YOU'D BETTER *GET* SURE -- AND QUICK! SHE'S COMPLETELY UNRESPONSIVE.

WHAT *HAPPENED* TO HER?

I HAVE HER, PETER. SHE IS SAFE WITH ME FOR THE TIME BEING. HER MIND IS MY PRISONER.

BUT YOU WON'T BE ABLE TO DO ANYTHING FOR HER... THERE'S NOTHING THAT CAN BE DONE. ONLY I DECIDE IF SHE LIVES OR DIES.

NNN... WHO ARE YOU...?

THE SWAN, PETER... REMEMBER THE SWAN? IF YOU WANT HER, THAT'S WHERE I'LL BE...

HUH?

...CAN YOU HEAR ME? I SAID, YOU NEED TO FILL OUT THE PAPERWORK. WE'LL NEED TO CONTACT THIS WOMAN'S FAMILY.

SORRY, DOC, NO CAN DO.

NICE TRY, THOUGH... SAY "HELLO" TO THE OFFICER WHEN HE GETS HERE...

OH, MY WORD!

DOCTOR... THIS IS MARY JANE PARKER --

-- THE SUPER-MODEL.

PAIN IS A FLOOD.

IT'S A SERIES OF DESPERATE MOVES, ALL ENDING IN FAILURE.

PAIN IS FINDING SOMEONE, AND LOSING THEM.

AND FINDING THEM AGAIN.

AND LOSING THEM AGAIN.

HELLO, PETER. I *KNEW* YOU'D FIGURE OUT WHERE TO COME.

HEHH... THIS IS WHERE MARY JANE GOT CHASED BY THAT SWAN -- YOU REMEMBER THAT? SHE WAS TALKING ABOUT THE JETS GAME, AND THE STUPID THING SUDDENLY CAME FLYING UP THE BANK, SQUAWKING AND CARRYING ON...

SHE SQUEALED LIKE A LITTLE PIGLET. YOU HAD TO PROMISE YOU'D KEEP IT A *SECRET* BECAUSE SHE WAS SO EMBARRASSED.

HOW'D YOU *KNOW* ABOUT THAT...?

GOD, YOU HAVEN'T FIGURED IT *OUT* BY NOW? WE'RE TIED *TOGETHER,* YOU AND I... BOTH OF US VYING FOR THE SAME SPACE.

OKAY. IF WE'RE SO *CONNECTED,* YOU AND ME --

-- THEN YOU PROBABLY KNOW I'M ABOUT TWO SECONDS AWAY FROM WIPING THE FLOOR WITH YOUR *HEAD* --

I HAVE *ANOTHER* SECRET -- IT'S ONE OF *MINE,* THIS TIME:

I NEVER TOLD ANYONE THIS BEFORE... *NOT EVER.*

I CAN SEE THE *FUTURE.*

THERE'S GOING TO BE A LOT OF ***PAIN***, PETER -- MORE THAN ANY MAN SHOULD HAVE TO ENDURE.

YOUR PAIN.

WAIT, I DON'T EVEN KNOW YOUR ***NAME***. I MEAN, YOU COME INTO MY LIFE AND STEAL MY WIFE AWAY...

...AN' NOW, YOU'RE, LIKE, THE GREAT ***KRESKIN***, OR SOMETHING? IN CASE YOU HADN'T NOTICED, I DON'T CARE ABOUT YOUR CRAPPY CRYSTAL BALL OF DOOM. I JUST WANT MY WIFE BACK.

C'MON, MAN... IT'S TIME TO BRING THIS TO AN ***END***. I DON'T KNOW WHAT YOU'VE DONE, BUT YOU HAVE TO GIVE HER BACK TO ME. SHE DIDN'T ***CHOOSE*** THIS --

NEITHER DID ***I***.

IT'S NOT LIKE ***ANY*** OF US HAS A CHOICE -- I'VE ALREADY SEEN WHAT'S GOING TO HAPPEN... ***ALL*** OF IT.

I CAN'T HELP WHAT I ***SEE***. IT'S LIKE A FAUCET THAT'S SPRUNG A LEAK... I DON'T HAVE THE TOOLS TO TURN IT OFF.

YOU'RE GOING TO ENDURE A TERRIBLE ***AGONY***. IN FOUR MINUTES AND TWELVE SECONDS FROM NOW, YOU'RE GOING TO ***DIE***.

BEFORE THAT HAPPENS, I'M GOING TO WITHDRAW EVERYTHING YOU HAVE IN YOUR VAULT OF MEMORIES AND EMOTIONS. I'M GOING TO ***BECOME*** YOU.

DREAM ON, NUTWEED.

I... I JUST WANTED YOU TO KNOW HOW *SORRY* I AM FOR ALL OF THIS, THAT'S ALL. I DIDN'T *CHOOSE* TO FALL IN LOVE WITH MARY JANE -- I SUPPOSE I ONLY GOT TO LOVE HER BECAUSE *YOU* DO.

THIS WAS NEVER REALLY *ABOUT HER* -- IT WAS ALWAYS ABOUT THE *TWO OF US.*

WE ALWAYS HAVE *CHOICES,* PAL. LIKE RIGHT NOW, FOR INSTANCE: YOU COULD CHOOSE TO STOP HURTING MY WIFE OR YOU COULD CHOOSE TO HAVE ME BREAK YOUR FACE.

I'M NOT JOKING. BUT YOU ALREADY KNEW THAT, *DIDN'T* YOU?

TRY TO BE BRAVE, SPIDER-MAN.

FZZAK

UHH...

HOLD ON, PLEASE... THERE'S A CALL COMING IN ON THE OTHER LINE.

DARN THIS INFERNAL CONTRAPTION...

BEEP

HELLO? ANNA, IS THAT YOU? WHATEVER'S THE *MATTER*, DEAR?

WHAT? NO, I DON'T BELIEVE A *WORD* OF IT. ARE YOU CERTAIN THAT'S WHAT THEY SAID?

"ALIVE?"

ANNA, YOU JUST TRY TO REMAIN CALM AS BEST YOU CAN, DEAR. I'LL BE RIGHT OVER AND WE'LL GO DOWN TO THE HOSPITAL TOGETHER.

THAT'S RIGHT... AS SOON AS I POSSIBLY CAN...

OH, PETER...

AA-UHH!

THIS WAS NEVER MY FAULT, PETER. I CAN'T FIGHT THIS OBSESSION TO BECOME YOU ANY LONGER. I CAN'T CONTINUE BEING SO RIDICULOUS AND AFRAID.

LOOK INSIDE -- YOU'RE BEGINNING TO *DRAIN.* ALL THOSE *THOUGHTS* OF YOURS... THE MEMORIES OF M.J., GWENDY... AUNT MAY...

...I WISH YOU COULD SEE IT AS I CAN. SUCH A RICH TAPESTRY YOU'VE MANAGED TO WEAVE.

HERE'S A THOUGHT:

WHY DON'T YOU SHUT YOUR YAP AND GIVE YOUR *BRAIN* A CHANCE?

...EHH... I WAS TRYING TO *AVOID* HURTING YOU, YOU IDIOT. WHY COULDN'T YOU JUST *ACCEPT* IT?

IT DOESN'T MATTER ANYMORE. THERE ARE ONLY TWO MINUTES AND THIRTY SECONDS LEFT.

YOU CAN'T FIGHT THE *INEVITABLE*...

CRASH

...HHH... OHH GOD...

YOU *FORGOT* ABOUT THE PERSON YOU WERE GOING TO BE, PETER.

YOU'VE WASTED THE TALENTS GOD GAVE YOU --

-- HIDING FROM THE PUBLIC EYE, PLAYING THE FOOL AROUND MANHATTAN EVEN THOUGH YOU KNEW THE PLACE WAS A DISEASE.

IN LESS THAN A MINUTE, I'M GOING TO ASSUME THAT POTENTIAL OF YOURS. I CAN FEEL IT HAPPENING...

...BUT UNLIKE YOU, I PROMISE TO *APPRECIATE* THE PERSON I'M GOING TO BE.

I *DESERVE* TO BE YOU MORE THAN *YOU* DO. AND *THAT'S* WHY YOU'RE GOING TO DIE.

SNAP SNAP

SMASH

CRASH

NNN... AHH!

UHH... KEEP IT UP, KRESKIN.

YOU REALLY THINK... THIS DREAM IS *REAL* -- YOU KILL ME AND TAKE MY *PLACE*?

I *HAVE* ALREADY TAKEN YOUR PLACE. I'M *YOU*, PETER -- MIND AND *SOUL*. MY POWER HAS SEEN TO THAT.

FUNNY THING ABOUT *POWER*:

I REMEMBER A GREAT MAN WHO ONCE TOLD ME, "WITH GREAT POWER...

"...THERE MUST ALSO COME GREAT RESPONSIBILITY."

UNCLE BEN... *HE* SAID THAT.

AND HE WAS *RIGHT*, WASN'T HE? IN ALL THIS TIME, YOU'VE NEVER KILLED *ANYONE*.

IF I KILL YOU, I'LL NEVER *BECOME* YOU, NO MATTER HOW HARD I TRY.

THE STUPID THING IS, I ALWAYS *KNEW* IT WAS GOING TO END THIS WAY -- EVERYTHING ELSE WAS JUST A *LIE*.

TWENTY SECONDS.

I'M NOT SURE IF I EVER HAD THE POWER TO *STOP* WHAT I WAS DOING, PETER. IT'S LIKE BEING THROWN OFF A CLIFF: YOU SEE THE ROCKS BELOW, BUT THAT DOESN'T MEAN YOU CAN *AVOID* THEM.

NOW THAT I'M FULLY CLOAKED IN YOUR FEELINGS, I REALIZE THE MISTAKE I WAS GOING TO MAKE: I'VE SIMPLY SWAPPED *MY* OLD PAIN FOR *YOURS.*

THE SAD TRUTH IS, I DON'T HAVE THE *STRENGTH* TO DEAL WITH IT -- I NEVER DID... NOT LIKE *YOU* DO.

BUT IT WON'T MATTER ANYMORE... YOU'RE *FREE* NOW...

...WE *ALL* ARE.

BA-KOOOM

COME ON, DOCTOR... JUST A COUPLE QUESTIONS...

CAN YOU DESCRIBE THE PATIENT'S *CONDITION...?*

WHERE HAS SHE BEEN ALL THIS TIME -- ?

HEY... IT'S THE *HUSBAND!*

MISTER PARKER! *MISTER PARKER!*

AUNT MAY... MARY JANE... IS SHE...?

AM I WHAT?

HEY, TIGER. Y'KNOW, I HAD THIS REALLY GOOD JOKE WORKED OUT FOR THE FIRST TIME I SAW YOU AGAIN...

...I HAD IT ALL PLANNED AN' EVERYTHING...

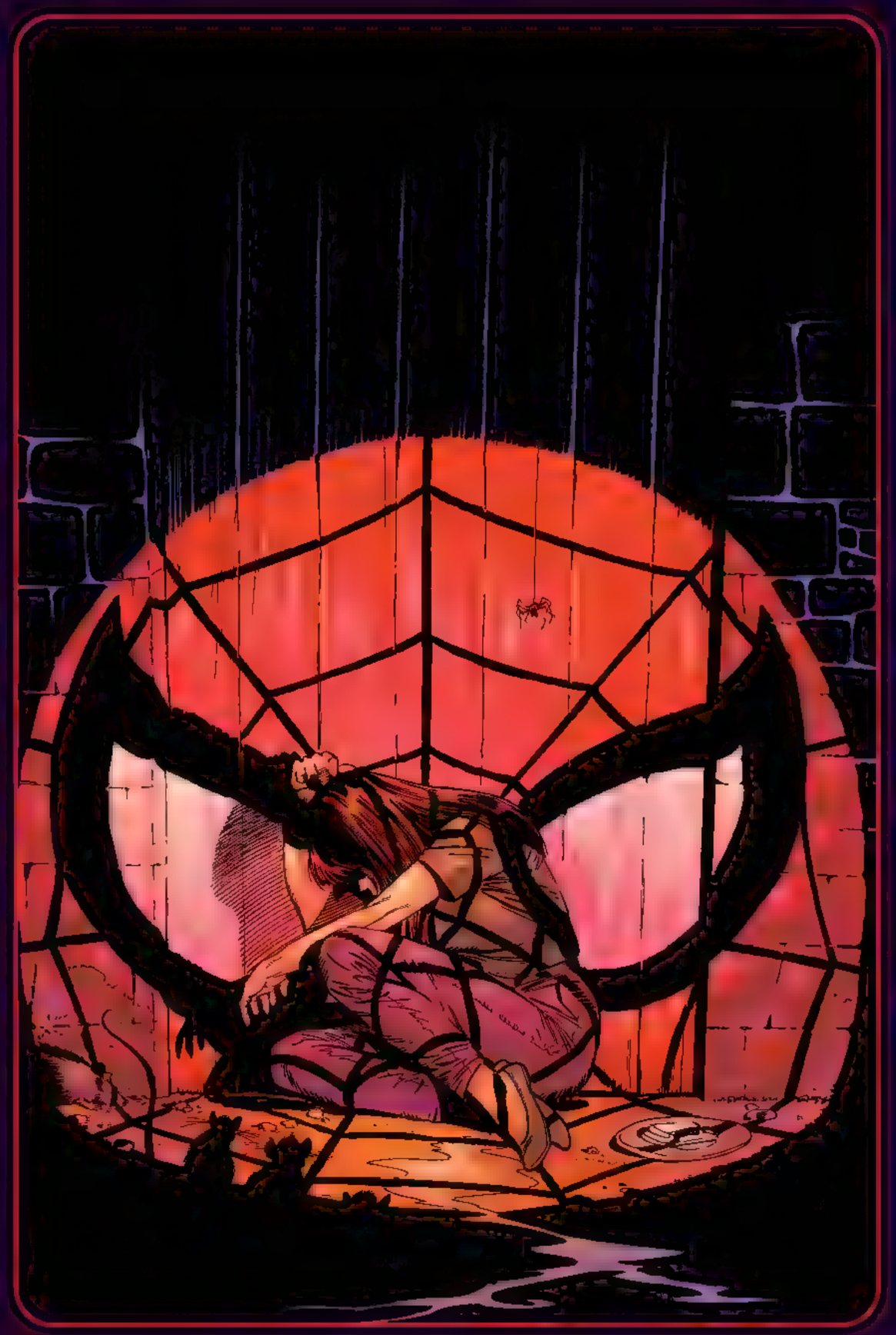
...BUT NOW, I CAN'T REMEMBER WHAT IT *IS*.

OH, GOD... =SNFF= I THOUGHT...

I THOUGHT YOU WERE *GONE*, MARY JANE.

ARE YOU *REAL*?

TO BE CONTINUED IN THE PAGES OF
THE AMAZING SPIDER-MAN ANNUAL,
ON SALE IN ONE WEEK.



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ANNUAL 2001

THE AMAZING SPIDER-MAN

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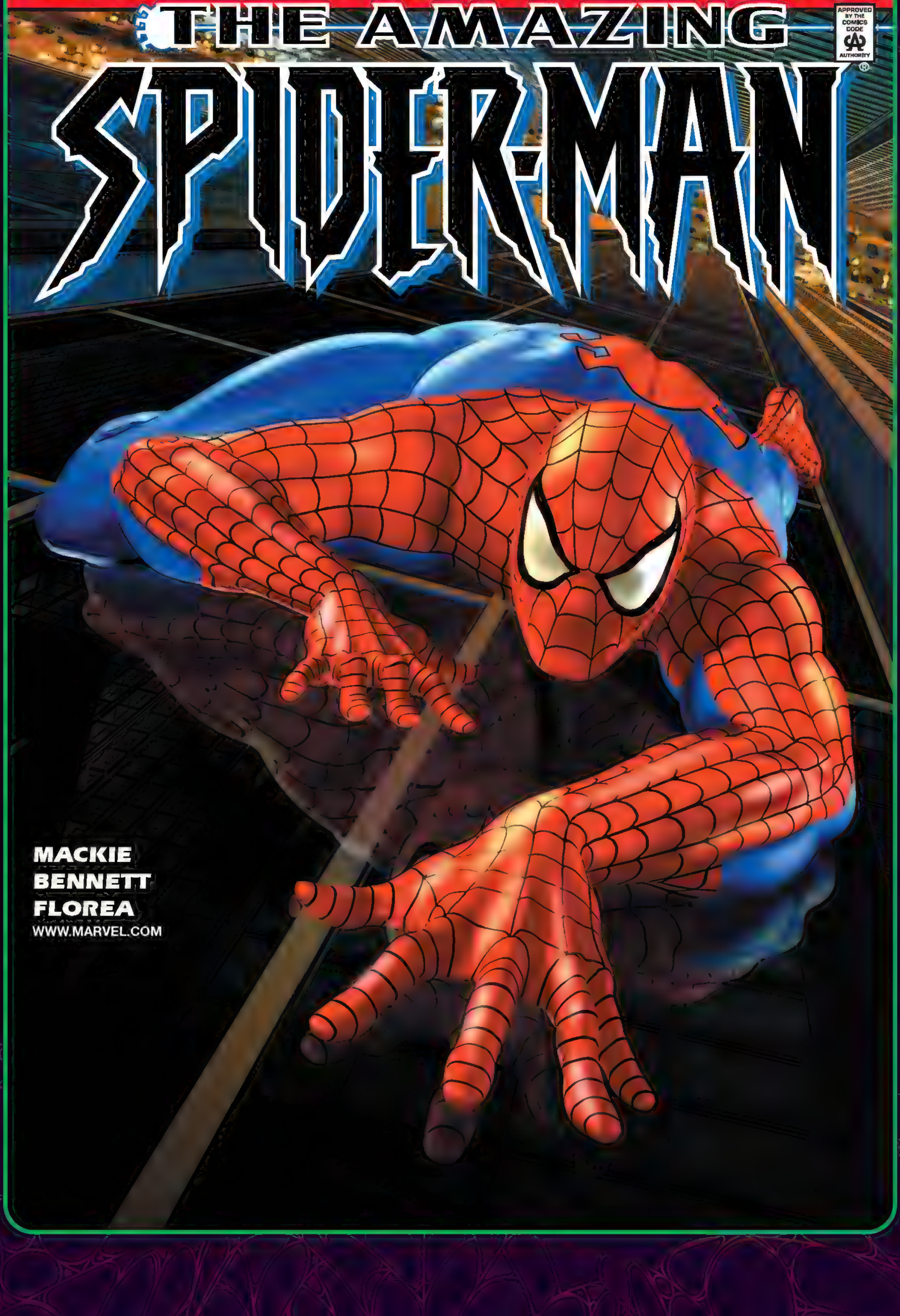

MACKIE
BENNETT
FLOREA

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At a demonstration on Radiation, high school student Peter Parker was bitten by an Irradiated Spider from which he gained the Arachnid's Incredible Abilities. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his Great Powers in the service of his fellow man, because he learned an invaluable lesson: With Great Power must also come Great Responsibility.

Stan Lee Presents: The Amazing Spider-Man

PASSAGES

Howard Mackie Writer Joe Bennett Penciler Sandu Florea Inks
Joe Rosas Colors RS & Comicraft's Wes Letters Axel Alonso Editor Joe Quesada Chief

SUNSET.

THE BROOKLYN BRIDGE.

STALKER.

PLANE EXPLOSION.

KIDNAPPING.

IF YOU HAD ASKED ME A COUPLE OF MONTHS AGO *WHERE* I'D BE IN MY LIFE RIGHT NOW...

...IT WOULDN'T HAVE BEEN *HERE.*

NOT DOING THIS.

NOT WITH *HER.*

LOOK AT HER.

SHE'S AS GORGEOUS AS EVER.

AND SHE'S HERE... ALIVE... WITH ME!

EXACTLY THE WAY IT'S SUPPOSED TO BE.

MARY JANE.

WHAT'S UP, TIGER?

JUST LIKE THE WAY YOUR NAME ROLLS OFF MY TONGUE.

I'M NOT EVEN GOING TO *TOUCH* THAT LINE!

GOD, I LOVE THIS CITY!

AND YOU WEAR IT WELL, MJ.

YOU KNOW, PETER, WE CAN'T JUST WALK AROUND ALL NIGHT. WE'RE GOING TO HAVE TO GET BACK TO REAL LIFE SOMETIME.

C'MON -- WHAT HAS REAL LIFE EVER DONE FOR US?

I WAS THINKING... WE STILL HAVE *SOME* MONEY LEFT IN OUR BANK ACCOUNT. HOW ABOUT WE BLOW OFF THE "REAL LIFE" THING AND RUN AWAY SOMEWHERE?

JUST *YOU* AND *ME*, THE WAY IT'S *SUPPOSED* TO BE.

NICE TRY, TIGER. BUT WE'RE GOING TO HAVE TO TAKE A RAIN CHECK ON THAT ONE.

OUR FRIENDS ARE WAITING TO HELP US GET YOUR THINGS PACKED UP AND MOVED OUT TO *AUNT MAY'S* HOUSE.

HMMPH! SOME FRIENDS! I'D RATHER BE THINKING OF YOU... ON A BEACH... WEARING NOTHING BUT --

MASKING TAPE!

WHO'S GOT THE TAPE?

RIGHT HERE, RANDY. BE DONE IN A MINUTE!

PETE, DIDN'T EVER THINK I'D SAY THIS, BUT I'M GOING TO MISS YOU, DUDE!

ACTUALLY... I'M GOING TO MISS YOUR SHARE OF THE RENT AND YOUR STUFF, BUT GUESS I CAN MAKE DO UNTIL I GET A NEW FOOL -- ER... ROOMMATE!

LIKE THAT'S EVER GOING TO HAPPEN UNTIL YOU FIND SOME WAY TO IMPROVE ON FLUFFY'S OLFACTORY SHORTCOMINGS.

TOUGH BREAK... AUNT MAY BEING ALLERGIC TO CATS AND ALL.

HEY! DON'T DISPARAGE THE FLUFSTER! HE'S KINDA GROWING ON ME!

YEAH! LIKE FUNGUS!

HSSSSS

BE COOL, FLUFFY. BE COOL!

HMMMPH! I STILL CAN'T BELIEVE IT, GIRL!

WE NEED TO SIT DOWN AND TALK, MJ. EVER SINCE YOU GOT BACK JILL HAS BEEN MONOPOLIZING ALL THE GIRLFRIEND TIME AND I STILL DON'T KNOW WHAT YOU'RE PLANNING NEXT.

GOING BACK TO SCHOOL? GETTING A JOB? CHILLING OUT AND TAKING A VACATION WITH YOUR MAN? WHAT'S IT GOING TO BE?

WELL, GLORY, I'M STILL TRYING TO --

RRRING

RRRING

I GOT THIS ONE!

YOU, PETE AND JILL HAVE BEEN HANDLING THEM FOR WAAAY TOO LONG.

HELLO.

YES. I'LL SEE IF SHE'S AVAILABLE.

CAN I TELL HER WHO'S CALLING?

ANOTHER ONE! HOW MANY TIMES DO I HAVE TO TELL THEM? I'M NOT INTERESTED IN GOING BACK INTO MODELING.

I'LL HANDLE THIS!

YEAH! THIS IS MS. PARKER'S HUSBAND! WHO IS THIS?

LOOK, "BART"... AND TRY TO GRASP THIS ONE... SHE IS *NOT* INTERESTED! SHE'S NOT GOING BACK INTO MODEL--

EXCUSE ME? YOU HEARD IT WAS SOME SORT OF PUBLICITY STUNT?

WHAT KIND OF SICK, TWISTED IDIOT ARE YOU? YOU KNOW WHAT, MAYBE YOU AND I SHOULD --

NOT WORTH IT, TIGER. LET IT GO.

PEOPLE ARE GOING TO THINK WHAT THEY WANT TO.

CLIK

IF THEY WANT TO THINK OF ME AS A FAILING SUPER-MODEL WHO TRIED TO JUMP START HER CAREER BY FAKING A KIDNAPPING... LET THEM.

MAYBE IT *WAS* SOMETHING I COULD HAVE BEEN TALKED INTO DOING ONCE UPON A TIME.

BUT TIMES CHANGE -- PEOPLE CHANGE.

COME ON. AUNT MAY IS WAITING FOR US.

RRRING

1 2 3
4 5 6
7 8 9
0

FOREST HILLS, QUEENS.

THIS IS SO GREAT OF YOU, AUNT MAY. TO LET US STAY WITH YOU UNTIL WE GET A PLACE OF OUR OWN.

I WOULDN'T HAVE IT ANY OTHER WAY, DEAR.

IT'S AS THOUGH YOU'RE A GIFT FROM HEAVEN ITSELF. TO THINK THAT WE ALL THOUGHT WE'D LOST YOU AND...

...THE THINGS YOU HAD TO GO THROUGH... THAT PETER HAD TO...

WELL, ALL THAT MATTERS IS YOU'RE HERE. WE'RE ALL HERE AND...

...AND...

OH, I'M SORRY.

I PROMISE *EVENTUALLY* I'LL STOP DOING THIS EVERY TIME I SEE YOU TWO.

BUT JUST WATCHING YOU BOTH COME THROUGH THE DOOR... HAVING US ALL TOGETHER... A FAMILY AGAIN... IT BRINGS TEARS TO MY EYES EVERY TIME.

I'VE BEEN SPENDING THE PAST WEEK DIGGING OUT ALL SORTS OF OLD PHOTOS OF US ALL AND... AND...

HERE I GO AGAIN!

I'D BETTER GO FIX DINNER. YOU TWO MAKE YOURSELVES AT HOME.

YOU PARKERS! YOU GET ALL EMOTIONAL EVERY TIME SOMEONE COMES BACK FROM THE DEAD!

YOU'RE TELLING *ME?*

DO YOU HAVE *ANY* IDEA WHAT I FEEL LIKE DOING EVERY TIME I LAY EYES ON YOU?

I'VE GOT A *PRETTY* GOOD IDEA.

NOT JUST *THIS...*

...BUT...

MM-HM?

...THIS!

PETER! AUNT MAY?!

SORRY, I CAN'T HELP IT.

I CAN'T BELIEVE WE'RE GETTING THIS -- A SECOND CHANCE.

I DON'T WANT TO LET YOU *GO EVER AGAIN!*

DON'T WANT TO LET YOU OUT OF MY SIGHT!

PETER, IF AUNT MAY WALKS IN ON US RIGHT NOW...

HEY! WE'RE MARRIED!
THIS IS VERY LEGAL, YOUNG LADY!
PETER, PUT ME DOWN NOW.
C'MON, MJ...
NOW.
I WOULD HAVE KNOWN IF SHE WAS COMING BACK. MY SPIDER-SENSE WOULD HAVE WARNED ME.
UH-HUH!
LET'S UNLOAD THE TRUCK AND GET YOUR STUFF UP INTO THE ATTIC. LOOKS LIKE WE'RE BLOCKING SOMEONE'S DRIVEWAY.

A SHORT TIME LATER...

OKAY, LITTLE MISS "I-JUST-HAD-A-MANICURE"...

...THIS IS THE LAST BOX!

OH... DON'T BE SUCH A BABY, MISTER "I-CAN-LEAP-TALL-BUILDINGS-IN-A-SINGLE-BOUND."

ACTUALLY... I THINK YOU'RE CONFUSING ME WITH SOMEONE ELSE.

IT TAKES ME AT LEAST TWO LEAPS AND A COUPLE OF SWINGS.

THE PARKERS

WHOA! WILL YOU *LOOK* AT THIS PLACE, MJ?

THERE'S GOT TO BE SEVERAL LIFETIMES WORTH OF MEMORIES STORED UP HERE.

AND TEN TIMES AS MUCH *DUST!* >COUGH<

HOW ABOUT WE GO GRAB SOME DINNER AND TURN INTO BED EARLY, MRS. PARKER?

IN YOUR DREAMS, *MISTER* PARKER!

WELL... ACTUALLY... *YEAH!*

COME ON, LITTLE BOY. YOUR *AUNT* IS WAITING FOR US!

KLIK

SURE... RUIN THE MOOD, WHY DON'T YOU?

FWOOSH

SLAM

PETER! THE DOOR...

...IT WON'T OPEN.

YEAH... THAT OLD THING ALWAYS DID GET STICKY.

YOU JUST GOT TO JIGGLE IT A LITTLE, AND --

NO! IT'S NOT OPENING, I TELL YOU!

TURN THE LIGHT BACK ON!

IT'S OKAY, MJ. I'M RIGHT HERE. I'LL HAVE IT OPEN IN A SECOND.

PETER... PLEASE OPEN IT NOW!

PLEASE.

LET ME OUT.

PLEASE.

THERE!

H-H-HUUUH!

MJ...?

YOU OKAY?

NEVER BEEN BETTER, TIGER!

JUST NEED TO GET OUTSIDE FOR SOME FRESH AIR.

MMMMMMMPH!

THAT WAS SO YOU DON'T FORGET ABOUT ME!

OH, GOD...

YOU DON'T HAVE TO DO THIS ALONE, MJ.

NEVER AGAIN.

WHATEVER HAPPENS... WE GET THROUGH IT TOGETHER.

I'LL BE HERE FOR YOU.

ALWAYS.

I KNOW YOU WILL.

I KNOW.

A SHORT TIME LATER...

ANY WORD FROM AUNT ANNA, AUNT MAY?

OH, YES! IT'S JUST AWFUL!

SHE THOUGHT SHE WAS VOTING FOR THAT NICE AL GORE AND WOUND UP VOTING FOR THAT HORRIBLE FELLOW INSTEAD.

AND I DON'T KNOW IF I'LL EVER UNDERSTAND WHO EXACTLY THIS CHAD PERSON WAS?

SO, DEAR, ANY THOUGHTS FOR THE FUTURE?

WELL...

WE'VE DECIDED TO BE VERY ZEN ABOUT IT. WE'RE GOING TO TAKE SOME TIME FOR OURSELVES AND THEN JUST LET IT... HAPPEN.

GOOD FOR YOU!

TAKE YOUR TIME, DEARS. YOU KNOW YOU CAN STAY HERE FOR AS LONG AS YOU NEED TO.

TOO MANY YOUNG PEOPLE TODAY ARE TOO RUSHY ABOUT "GETTING SOMEWHERE."

YOU JUST CAN'T TAKE ON TOO MANY RESPONSIBILITIES WHEN YOU'RE SO YOUNG.

YOU'VE GOT TO ALLOW YOURSELVES TO JUST BE YOU... TO ENJOY *ALL* LIFE HAS TO OFFER.

BELIEVE ME, IF I HAD IT ALL TO DO OVER AGAIN... THERE ARE QUITE A FEW CHANGES I WOULD HAVE MADE IN MY LIFE.

QUITE A FEW.

LIFE IS *TOO* SHORT.

IF YOU WILL EXCUSE ME, LADIES... I HAVE A COUPLE OF *IMPORTANT* THINGS I HAVE TO ATTEND TO!

TYPICAL MALE! FED AND OFF TO TAKE A NAP. *I'LL* HELP YOU WITH THE DISHES, AUNT MAY.

THANK YOU, DEAR.

AND MAYBE YOU CAN TELL ME WHO THIS *ZEN* FELLOW IS WHILE WE'RE AT IT.

LATER STILL...

A PENNY FOR YOUR THOUGHTS, BABE!

ACTUALLY... FOR A PENNY I'LL TELL YOU *EXACTLY* WHAT I'M THINKING RIGHT NOW!

I THINK I CAN SAVE MY MONEY ON *THAT* ONE, TIGER.

IT'S PRETTY MUCH *ALL* YOU'VE BEEN THINKING ABOUT SINCE I GOT BACK!

HEY! CAN YOU *BLAME* A GUY?

WHEN I WAS A KID, LIVING IN THIS ROOM, I *NEVER* -- NOT IN MY WILDEST *DREAMS* -- COULD IMAGINE THAT I'D HAVE A BABE LIKE *MARY JANE WATSON* UP HERE.

OKAY -- MAYBE IN MY *WILDEST* DREAMS! MONDAY... THROUGH SUNDAY, IN MY FIFTEENTH, SIXTEENTH, AND SEVENTEENTH YEARS, BUT...

LOOK AT THIS PLACE. IT LOOKS LIKE A MINI-TIME CAPSULE, A SHRINE...

KLK

...TO A DESPERATELY LONELY YOUTH.

WHAT?

DO YOU HAVE *ANY* IDEA HOW MUCH I *LOVE* YOU?

HOW MUCH I *MISSED* YOU?

HOW MUCH I MISSED *US?*

I JUST WANT TO STAY HERE... RIGHT IN THIS ROOM... FOREVER.

JUST *YOU AND ME.*

WE'LL PUT A CHAIR UNDER THE DOORKNOB. LEAVE THE REAL WORLD OUT THERE. LET THEM FEND FOR THEMSELVES.

WE'VE GOT ALL WE NEED RIGHT HERE!

OH, PETER...

FOR THE FIRST TIME IN *FOREVER,* I FEEL AS THOUGH I AM WHERE I BELONG. I FEEL HAPPY... SAFE. I JUST HOPE WE CAN REALLY --

SHHH! I *HAVE* SOMETHING FOR YOU.

SOMETHING I'VE BEEN WANTING TO GIVE YOU EVER SINCE YOU GOT BACK.

YOU'VE ALREADY *GIVEN* IT TO ME.

BAM

IT'S PROBABLY NOTHING.

JUST A GAS MAIN OR SOMETHING.

NOT A... SUPER HERO THING.

THE POLICE AND FIRE DEPARTMENT CAN HANDLE IT.

PETER...

...TELL ME ABOUT *US*. ABOUT OUR FUTURE --

WE INTERRUPT THIS BROADCAST TO BRING YOU BREAKING NEWS FROM THE UNITED NATIONS:

ARMORED TERRORISTS, CLAIMING TO BE A FACTION OF THE ***ANARCHISTS*** FOR ***FREEDOM ARMY,*** HAVE LAID SIEGE TO UNITED NATIONS PLAZA.

AT THIS MOMENT SPECIAL FORCES OF THE ***N.Y.P.D.*** ARE ENGAGED IN A WILD WEST STYLE SHOOTOUT AND --

THE ***AVENGERS!*** THEY'RE RIGHT NEARBY -- ***THEY'LL*** HANDLE IT!

THEY DON'T NEED ***ME.***

I'LL JUST TURN THE ***SOUND*** DOWN AND YOU AND I CAN FINISH OUR CONVERSATION. PLAN OUR LIFE.

THAT IS... SO NICE TO HEAR.

YOU ***SURE*** YOU'RE GOING TO BE OKAY WITH THIS, PETER?

BAROOM!!

PETER...

NOT JUST THE COPS... IT'S INNOCENT CIVILIANS... IN HARM'S WAY.

IT...

I'M SORRY, MJ.

I CAN'T JUST SIT HERE AND WATCH.

IT'LL PROBABLY BE OVER BEFORE I EVEN GET THERE.

REALLY.

I'LL BE RIGHT BACK.

PROMISE.

LOVE YOU.

WE WERE SO YOUNG...

1st PRIZE

Mary Jane and Fluffy 8 years old

ALWAYS SO YOUNG...

THE FIGHTING CONTINUES AT U.N. PLAZA.

POLICE DEPARTMENT SOURCES ARE STILL REFUSING TO COMMENT ON THE NUMBER OF DEAD OR INJURED OFFICERS AND CIVILIANS --

-- BUT HAVE SAID THAT ALL AREA HOSPITALS HAVE BEEN PLACED ON A STATE OF EMERGENCY.

WE'VE JUST BEEN NOTIFIED THAT WE WILL HAVE TO MOVE BACK FROM OUR PRESENT POSITION AND --

WAIT! WE ARE GETTING UNCONFIRMED REPORTS THAT...

...

YES... WE NOW HAVE AN EYEWITNESS REPORT...

GET THE CAMERA OVER THERE!

IT'S SPIDER-MAN!

HE APPEARS TO BE CARRYING AN INJURED WOMAN OUT OF HARM'S WAY.

WE'RE GOING TO STAY RIGHT HERE AND KEEP THE VIDEO RUNNING AS LONG AS WE CAN...

...SEE JUST HOW LONG SPIDER-MAN STICKS AROUND.

AUNT MAY AND AUNT ANNA HAD US A MATCH FROM THE START.

THE CHEERLEADER AND THE SCIENCE NERD.

NO ONE THOUGHT IT WOULD REALLY LAST.

I DID.

SPIDER-MAN APPEARS TO BE MAKING SOME HEADWAY AGAINST THE TERRORISTS!

JUST WHAT IS HIS STORY?

HERO? VIGILANTE?

SOMEWHERE IN BETWEEN?

WHICHEVER HE IS...

...HE DOES APPEAR TO HAVE A KNACK FOR ARRIVING JUST IN THE NICK OF TIME.

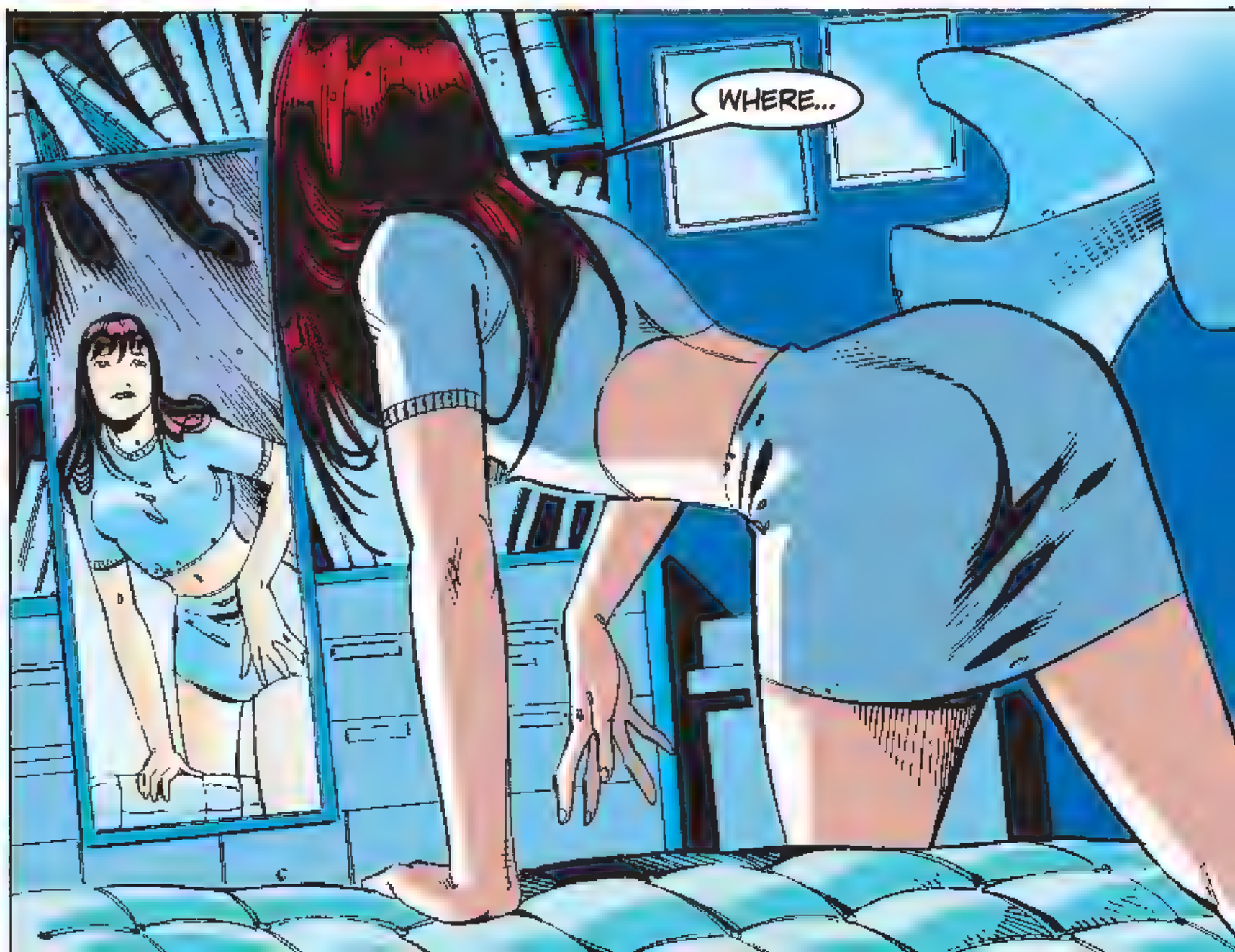
LIKE A KNIGHT IN SHINING ARMOR...

...ALWAYS THERE FOR THOSE THAT NEED HIM!

ALWAYS THERE?

PHAHAH!

WHERE ARE YOU, PETER?


WHERE...

...AM I?

I NEED YOU, PETER. I NEED YOU TO BE...

...HERE...

...WITH *ME.*

I NEED...

HONEY...?

I'M *HOME!*

SO, WHERE *WERE* WE?

MJ?

EVERY-THING OKAY?

WE'VE GOT TO *TALK.*

NICE EVENING.

A LOT WARMER THAN YOU'D EXPECT FOR THIS TIME OF YEAR.

NEVER USED TO BELIEVE IN THE WHOLE GLOBAL WARMING THING, BUT... YOU KNOW... IT MAKES YOU *THINK.*

MJ, I'M SOR --

NO, PETER... DON'T.

PLEASE DON'T.

LOOK... I *KNOW* YOU'RE MAD... AND YOU HAVE EVERY *RIGHT* TO BE, BUT YOU'VE GOT TO *UNDER-STAND* --

I'M *NOT* MAD.

AND I *DO* UNDER-STAND.

MORE CLEARLY THAN I *EVER* HAVE.

THIS IS *YOU.*

THE MAN I FELL IN LOVE WITH.

THE MAN I *STILL* LOVE.

BUT...?

I SPENT THE ENTIRE TIME YOU WERE AWAY LOOKING AT PHOTOS OF US... GOING OVER THE *STORY* OF US.

WE'RE *NOT* THE SAME PEOPLE WE WERE IN THOSE EARLIER PICTURES.

I'VE *CHANGED*... AND SO HAVE *YOU*.

ESPECIALLY AFTER ALL WE'VE BEEN THROUGH THIS LAST YEAR.

I DON'T THINK *EITHER* OF US CAN GO BACK TO THE WAY THINGS WERE.

I THINK WE... WE NEED TO BE...

I... *KNOW*. GUESS I'VE KNOWN FOR A *WHILE* NOW.

I *DO* LOVE YOU, PETER.

...

YOU KNOW, EARLIER TODAY, WHILE WE WERE UP IN THE ATTIC, I CAME ACROSS SOMETHING.

AFTER THE PLANE CRASH, THE AIRLINE...THEY BROUGHT ME SOME OF YOUR PERSONAL EFFECTS IN A *BOX.*

THERE REALLY WASN'T MUCH, BUT... THERE WAS...

...THIS.

I WAS GOING TO SLIP IT BACK ON YOUR FINGER TONIGHT.

TELL YOU WHAT...

WHY DON'T YOU HOLD ONTO IT FOR ME FOR A WHILE?

YEAH... I WILL.

SO... WHAT'RE YOU GOING TO DO NEXT?

I'M NOT SURE.

WELL... IF YOU EVER --

I WILL. I *LOVE* YOU, PETER.

PLEASE BELIEVE THAT.

YEAH...

I LOVE YOU, TOO.

SUNRISE.

IF YOU HAD ASKED ME TWENTY-FOUR HOURS AGO WHERE I'D BE IN MY LIFE RIGHT NOW...

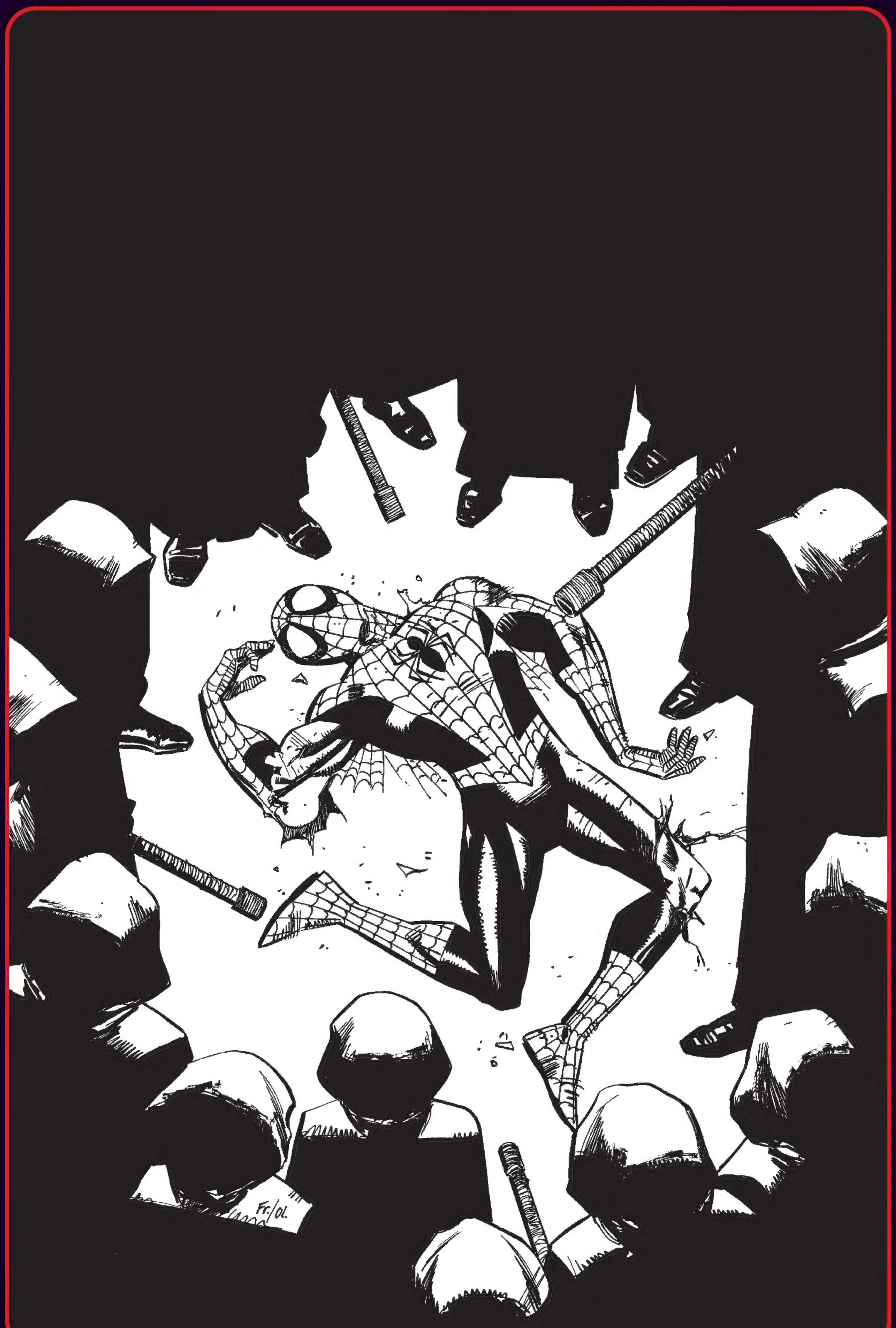
The End

GOOD-BYE, PETER, MJ, ET AL. IT'S BEEN A WILD RIDE.
H

Amazing Spider-Man #25 deluxe foil variant cover

Courtesy of HeritageAuctions.com

Amazing Spider-Man #24, pages 2-3 art by **John Romita Jr.** & **Randy Elliott**



Spider-Man: Revenge of the Green Goblin #2 cover art by **Ron Frenz** & **Pat Olliffe**

* COLOR: BRIGHT LIGHT BLUE SKY PANELS 1+(3?) WHITE B.G. PANEL 2

Spider-Man: Revenge of the Green Goblin #2, page 14 art by **Ron Frenz**, **Pat Olliffe** & **George Roderick Jr.**

Courtesy of HeritageAuctions.com

NORMAN & ME

A Personal History — by Roger Stern

I knew Norman Osborn was crazy from the very first moment I saw him.

There was something about his eyes ... something in the way those baby blues went all wide and burned out at you.

There was the way he gritted his teeth, the perspiration beading up on his forehead, whenever he went into a psychopathic rant.

And, of course, there was the way he dressed up as the Green Goblin and flew around by straddling a jet engine! Not exactly the fellow from down the block!

At the time, the Goblin had just discovered Spider-Man's secret identity. He'd captured Peter Parker and had taken our hero — trussed up in a special steel alloy cable — to one of his secret hideaways. And then, supremely confident that he had Parker right where he wanted him, the Goblin removed his mask!

In case you were wondering, this all happened in the pages of THE AMAZING SPIDER- MAN (Volume 1) #40, which I found on a comics spinner rack at Hayden's Drugstore during the lazy, hazy summer of 1966. I had come in on the second part of a two-part story ... not that it mattered, of course. Stan Lee and John Romita told that story so well, I could follow everything without any trouble. By the time I'd finished reading the issue, I learned the origin of the Green Goblin, was quickly brought up to date on his previous run-ins with Spider-Man, and witnessed one fast and furious battle. That battle ended with the defeat of the Green Goblin and the salvation of Norman Osborn (or so it seemed at the time). After all that, I didn't need to read the previous issue, but I sure wanted to! It took me a couple of years in those pre-comic-store days to track down a copy of ASM #39, but I finally did. And, yes, it was absolutely worth all the time and effort!

You current-day readers have it relatively easy. You can find both of these stories — along with many other wonderful Lee/Ditko/Romita tales — in *The Essential Spider-Man Volume Two.* It's available in all the better comic shops and bookstores at a most reasonable price. (Who says this isn't the Marvel Age of the Affectionately Nostalgic Soft Sell?)

Anyway, that was my introduction to Norman Osborn and the dementedly diabolical Green Goblin — and to Peter Parker, your friendly neighborhood Spider-Man. It was maybe the second or third Marvel Comic I had ever bought, and — though I wasn't aware of it at the time — it sort of changed my life.

I'd pretty much given up comic books a couple of years before, but that issue of AMAZING SPIDER-MAN really pulled me back in. Here was a series where the hero and the villains were all equally interesting!

I became an avid reader of Marvel Comics in general and Spider-Man in particular. Thanks to reprints of the earlier stories in MARVEL TALES, I learned all about the back history of the ever-amazing wall-crawler. After I missed buying ASM #41 — newsstand distribution being notoriously spotty in those days — I glommed onto issue #42 and didn't miss another issue for over twenty years!

Over the course of those years, Norman became the Goblin again and again. Each time he returned, he seemed crazier and more dangerous. Finally, he kidnapped Peter's then-girlfriend Gwen Stacy and threw her off the Brooklyn Bridge! Bereft, Spider-Man tracked down the Goblin, and — in the battle that followed — saw him die. (Or so it seemed at the time.)

Meanwhile, in what passes for the real world, I grew up, went to college, and eventually wound up working for Marvel Comics. And, after what still seems like an exceedingly brief time, I found myself writing Spider-Man stories.

All told, I spent about four years contributing to the life and adventures of Spider-Man.

That was such a fun time! I got to dream up a whole new series of problems for Peter and his friends, and throw one super-villain after another at Spider-Man! But with the exception of a flashback panel or two, I never used the Green Goblin.

Oh, sure, I could have. In the intervening years, other characters had occasionally assumed the guise of the Goblin. But none of them were the real, accept-no-substitutes Green Goblin. Norman Osborn was the Green Goblin, and he was dead. (Or so it seemed at the time.)

Instead, I created a new villain, who used Norman's old gear to reinvent himself as the Hobgoblin. But that's another story (AMAZING SPIDER-MAN #238, for starters).

Eventually, I left Spider-Man for other assignments. But I always had a warm space in my heart for the ol' web-slinger, and I'd look in on him from time to time.

And then, one day, Norman Osborn returned. It seemed that he'd cheated death, after all. And not only that, but for years he'd been working behind the scenes to make Spider-Man's life miserable. It seemed impossible. It seemed crazy!

It seemed like just the sort of thing that Norman would do.

So, here I am, illuminating a new chapter in the life of Norman Osborn, some thirty-four years after I first "met" him. A lot has happened in that time. I like to think that I've learned a few things ... I know that Norman has!

For instance ... if you were one of the many who read SPECTACULAR SPIDER-MAN #263, you saw a knockdown, drag-out battle between Spider-Man and the Green Goblin which ended with the Goblin triumphant and Spider-Man dead! But — as was subsequently revealed in PETER PARKER: SPIDER-MAN #98 — that outcome was all in Norman's head. In this issue, for the first time, we've shown you what really happened! And to think, you got to relive it with Norman himself!

But I should caution you ... be careful around Norman. Since I've been working on this story, there have been times when he's even creeped me out.

And I already know what he's up to.

Now it's your turn to find out!

Roger Stern has written just about every major character in the Marvel Universe at one time or another. In addition to SPIDER-MAN: REVENGE OF THE GREEN GOBLIN, he is currently writing AVENGERS INFINITY and MARVEL: THE LOST GENERATION.

Spider-Man: Revenge of the Green Goblin #1 text article by **Roger Stern**

THE GREEN GOBLIN TAKES TO THE SKIES ONCE MORE!

As the mentally addled Norman Osborn battles to strengthen his fragile grip on reality, he summons the will to once again plague the life of Peter Parker in one of the greatest Green Goblin stories of all time! And Osborn has more on his mind than revenge: He wants Parker as his heir! The timing couldn't be worse for Spider-Man, who's grieving the loss of a loved one. Plus: Spidey must survive a showdown with the Spider-Slayer, a squabble with the Squid and an encounter with the Enforcers! But whatever happened to Mary Jane?

MARVEL

Collecting *Amazing Spider-Man (1999) #20-29* and *Annual 2001*, *Spider-Man: Revenge of the Green Goblin #1-3*, and *Peter Parker: Spider-Man (1999) #25* and *#29* — written by Howard Mackie, Roger Stern and Paul Jenkins; and illustrated by Erik Larsen, John Romita Jr., Joe Bennett, Lee Weeks, Ron Frenz, Mark Buckingham and Charlie Adlard.